

**FILE COPY**



**CERTIFICATE OF INCORPORATION  
ON CHANGE OF NAME**

Company No. 4569313

The Registrar of Companies for England and Wales hereby certifies that

VAG HOLDINGS LIMITED

having by special resolution changed its name, is now incorporated  
under the name of

VOLUTION HOLDINGS LIMITED

Given at Companies House, London, the 20th November 2002



\*C04569313J\*



THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES



*Companies House*  
— for the record —

011953  
Company No. 4569313

THE COMPANIES ACT 1985  
COMPANY LIMITED BY SHARES  
RESOLUTION IN WRITING  
of  
VAG HOLDINGS LIMITED  
(the "Company")



In accordance with section 381A of the Companies Act 1985, we, the undersigned, being the only members of the Company who, at the date of this resolution, are entitled to attend and vote at a general meeting of the Company **HEREBY RESOLVE THAT:**

1. The name of the Company be changed from "VAG Holdings Limited" to "Volution Holdings Limited".

The above written resolution shall take effect as if passed by the Company in general meeting.

Signature .....  
**Kevin Sargeant**

Dated .....

Signature .....  
**Lee Rutter**

Dated ..... 15-11-02 .....

Signature .....  
**Simon Clews**

Dated .....

Signature .....  
**Steve Diamond**

Dated ..... 15 Nov 2002 .....

Signature .....  
**Austen Reid**

Dated .....



**THE COMPANIES ACT 1985**  
**COMPANY LIMITED BY SHARES**  
**RESOLUTION IN WRITING**  
**of**  
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Signature  .....  
**Kevin Sargeant**

Dated ..... 15.11.2002 .....

Signature .....  
**Lee Rutter**

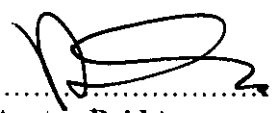
Dated .....

Signature  .....  
**Simon Clews**

Dated ..... 14.11.2002 .....

Signature .....  
**Steve Diamond**

Dated .....

Signature  .....  
**Austen Reid**

Dated ..... 14/11/02 .....