

**FILE COPY**



**CERTIFICATE OF INCORPORATION  
ON CHANGE OF NAME**

Company No. 5268806

The Registrar of Companies for England and Wales hereby certifies that

NEWINCCO 401 LIMITED

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

SHOE PRODUCTIONS LIMITED

Given at Companies House, London, the 2nd November 2004



\*C052688061\*



THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES



*Companies House*

— for the record —

021357

Company number: 5268806



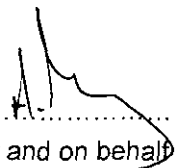
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**THE COMPANIES ACTS 1985**  
**COMPANY LIMITED BY SHARES**  
**WRITTEN RESOLUTION OF**  
**NEWINCCO 401 LIMITED**  
**Passed on 2 November 2004**

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We, the undersigned, being the sole member 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 the following resolution be duly passed as a written resolution of the Company's members pursuant to Section 381A of the Companies Act 1985.

**THAT** the name of the Company be changed to "Shoe Productions Limited".

  
.....  
For and on behalf of Olswang Nominees Limited

