

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 5296574

The Registrar of Companies for England and Wales hereby certifies that

TBG CARECO HOLDINGS LIMITED

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

LIBRA CARECO HOLDINGS LIMITED

Given at Companies House, London, the 8th March 2006



C052965747



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House
— for the record —

192501

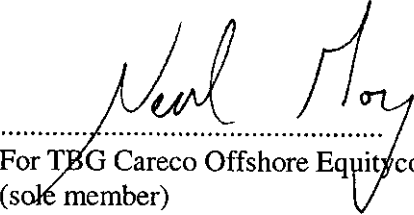
Company number
05296574



THE COMPANIES ACT 1985
COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION
OF
TBG CARECO HOLDINGS LIMITED
UNDER SECTION 381A OF THE COMPANIES ACT 1985

The sole member of the Company passes the following resolution:

That the name of the Company be changed to LIBRA CARECO HOLDINGS LIMITED.


.....
For TBG Careco Offshore Equityco Limited
(sole member)

Date: 6-3-06



