

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 5409636

The Registrar of Companies for England and Wales hereby certifies that
HOSEPOINT LIMITED

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

Given at Companies House, Cardiff, the 18th April 2005



C05409636H



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House
— for the record —

HC006B

00400117/10

HOSEPOINT LIMITED

Company No:
05409636

The Companies Acts 1985 and 1989

We, the undersigned, being all the Members for the time being of the above-named Company entitled to receive notice of and to attend and vote at General Meetings hereby pass the following Resolution as a Special Resolution and agree that the said Resolution shall, pursuant to section 381A of the Companies Act 1985 as amended by the Companies Act 1989, for all purposes be as valid and effective as if the same had been passed at a General Meeting of the Company duly convened and held.

Special Resolution

"That the name of the Company be changed to BALLYMORE INVESTMENTS LIMITED."

Passed on: 14 April 2005

The Members:

£1.00 Ordinary shareholders:

SDG SECRETARIES LIMITED

For and on Behalf of
SDG SECRETARIES LIMITED



PLEASE FORWARD CERTIFICATE OF INCORPORATION ON CHANGE OF NAME VIA
COMPANIES HOUSE FOR COLLECTION BY STANLEY DAVIS GROUP LIMITED