

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 5481303

The Registrar of Companies for England and Wales hereby certifies that

LAWGRA (NO.1166) LIMITED

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

PERFORMANCE RETAIL (NOMINEE) LIMITED

Given at Companies House, London, the 14th July 2005



C05481303D



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House
— for the record —

753693

Company No. 5481303



THE COMPANIES ACTS 1985 & 1989

COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

- OF -

LAWGRA (NO. 1166) LIMITED



RESOLVED 14 JULY 2005

We, the undersigned, being a Member 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 Companies Act 1985 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 PERFORMANCE RETAIL (NOMINEE) LIMITED, such name change to take effect on the date of issue of the Certificate of Incorporation on Change of Name.

Signed:

for and on behalf of Lawgram Directors Limited