



FILE COPY

**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 5528146

The Registrar of Companies for England and Wales hereby certifies that

HUMBERTS (EAST MIDLANDS) LIMITED

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

PEDSTOWE (EAST MIDLANDS) LIMITED

Given at Companies House on **13th June 2008**



C05528146C

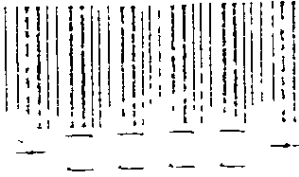


Companies House
— for the record —

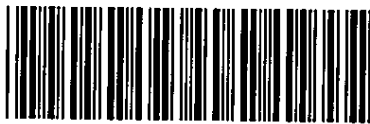


THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES

SEPARATOR SHEET



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COMPANIES HOUSE

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HUMBERTS (EAST MIDLANDS) LIMITED
Company number 05528146

(the "Company")

Written Resolution of the Sole Member of the Company



Circulation date: 11 June 2008

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolution is passed as a special resolution (**Resolution**)

SPECIAL RESOLUTION

CHANGE OF NAME

THAT the name of the Company be and is hereby changed to Pedstowe (East Midlands) Limited

AGREEMENT

Please read the notes at the end of this document before signifying your agreement to the Resolution

The undersigned, a person entitled to vote on the Resolution on the Circulation date referred to above, hereby irrevocably agrees to the Resolution

Signed for and on behalf
of Humberts Group Plc
(Sole Shareholder)

Director

11 June 2008

Director/Secretary

11 June 2008

NOTES

1 If you agree with the Resolution, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following methods

- **By Hand** delivering the signed copy to Fasken Martineau Stringer Saul LLP, 17 Hanover Square, London W1S 1HU (reference 269357 00056)
- **Post** returning the signed copy by post to the above address
- **Fax** faxing the signed copy to +44 (0) 20 7917 8555 marked "For the attention of Nigel Gordon"
- **E-mail** by attaching a scanned copy of the signed document to an e-mail and sending it to ngordon@fasken.co.uk Please enter "Written resolutions" in the e-mail subject box

If you do not agree to the Resolution, you do not need to do anything you will not be deemed to agree if you fail to reply

2 Once you have indicated your agreement to the Resolution, you may not revoke your agreement

3 Unless sufficient agreement has been received for the Resolution to pass within 28 days of the circulation date referred to above, it will lapse If you agree to the Resolution, please ensure that your agreement reaches us before or during this date

4 In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company Seniority is determined by the order in which the names of the joint holders appear in the register of members

5 If you are signing this document on behalf of a person under a power of attorney or other authority please send a copy of the relevant power of attorney or authority when returning this document