

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 5582410

The Registrar of Companies for England and Wales hereby certifies that
CLOUDGROUND PROPERTY MANAGEMENT LIMITED

having by special resolution changed its name, is now incorporated

under the name of

IVANHOE (SIMSBY ROAD) MANAGEMENT COMPANY LIMITED

Given at Companies House, Cardiff, the 24th January 2006



C05582410N

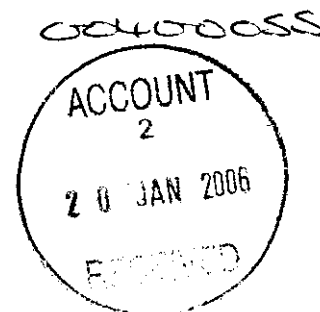


THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House
— for the record —

THE COMPANIES ACTS 1985 to 1989



Company Number 05582410

SPECIAL RESOLUTION OF

CLOUDGROUND PROPERTY MANAGEMENT LIMITED

We, the undersigned, INSTANT COMPANIES LIMITED and SWIFT INCORPORATIONS LIMITED, 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 Clause 53 in Table A (which clause is embodied in the Articles of Association of the Company) or pursuant to any applicable rule of law, 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.

It is resolved:

That the name of the Company be changed to

IVANHOE (SMISBY ROAD) MANAGEMENT COMPANY LIMITED

Date: 14 October 2005

.....
(AUTHORISED SIGNATORY OF INSTANT COMPANIES LIMITED)

.....
(AUTHORISED SIGNATORY OF SWIFT INCORPORATIONS LIMITED)

Jordans Limited
21 St. Thomas Street
Bristol BS1 6JS
Ref: 3X0617/JAC



FRIDAY

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COMPANIES HOUSE