

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 5723977

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

having by special resolution changed its name, is now incorporated
under the name of
FGP HOLDCO 1 LIMITED

Given at Companies House, Cardiff, the 27th March 2006



C05723977Q



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES

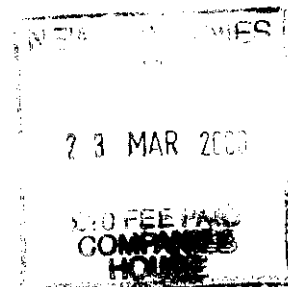


Companies House
— for the record —

HC006B

760772/10

Company No. 05723977
THE COMPANIES ACTS 1985 - 1989
COMPANY LIMITED BY SHARES




SPECIAL RESOLUTION
pursuant to Section 378 Companies Act 1985
of FGP Holdco Limited

passed the 15th March 2006

By means of a written resolution dated the 15th March 2006, and signed by all the members of the above-named company entitled to attend and vote at general meetings the following SPECIAL RESOLUTION was passed:

CHANGE OF COMPANY NAME THAT the name of the company be changed to:-
FGP Holdco 1 Limited

Signed: 
pp Jordan Company
Secretaries Limited
Secretary

