

**FILE COPY**



**CERTIFICATE OF INCORPORATION  
ON CHANGE OF NAME**

Company No. 5740852

The Registrar of Companies for England and Wales hereby certifies that

**G & C PROPERTY DEVELOPMENT CONSULTANCY PLC**

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

**G & C FINANCE PLC**

Given at Companies House, Cardiff, the 30th June 2006



\*C05740852T\*



THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES

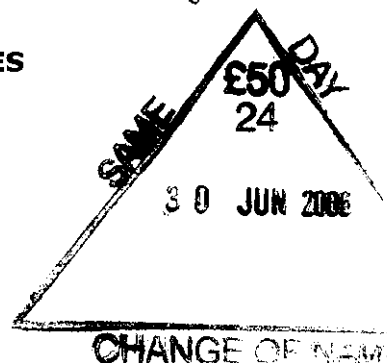


*Companies House*

— for the record —

Si/N  
Company No: 5740852

**The Companies Act 1985**  
**COMPANY LIMITED BY SHARES**  
**SPECIAL RESOLUTION**  
passed as a  
**WRITTEN RESOLUTION**  
of



**G & C PROPERTY DEVELOPMENT CONSULTANCY Plc**

Passed pursuant to regulation 53 of Table A, Companies Act 1985.

WE, the undersigned, representing all the members of the Company for the time being entitled to receive notice of and attend and vote at a general meeting of the Company, HEREBY RESOLVE as follows:

**SPECIAL RESOLUTION**

1. That the name of the Company be changed to G & C Finance PLC.

Dated: 29 JUNE 2006

**Name of Shareholder**

**Signature**

**Date**

John Gary Downer

29 JUNE 2006

Anthony Christopher Gallagher

29 JUNE 2006

G & C Finance Limited  
(to be renamed G & C Property  
Development Consultancy Limited)

29 JUNE 2006

