

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 6182467

The Registrar of Companies for England and Wales hereby certifies that
CASTLEGATE 474 LIMITED

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

Given at Companies House, Cardiff, the 15th October 2007



C06182467E



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House
— for the record —

HC006B

5042374/10

941490X

Company No: 06182467

THE COMPANIES ACT 1985 (as amended)

COMPANY LIMITED BY SHARES

RESOLUTIONS IN WRITING

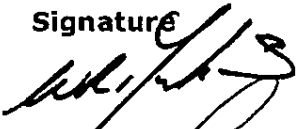
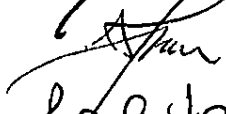
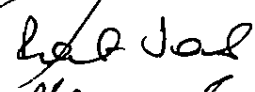

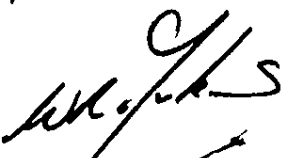
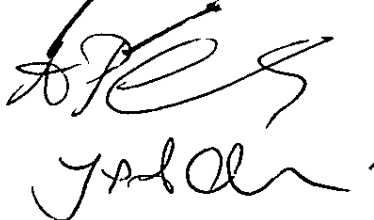
of

CASTLEGATE 474 LIMITED

(the "Company")

In accordance with the Company's Articles of Association and section 381A of the Companies Act 1985 (the "Act"), the undersigned being or representing all the members of the Company for the time being entitled to attend and vote at any general meeting of the Company **HEREBY RESOLVE:**

THAT the name of the Company be changed to "VSG Group Limited".

| Name of Shareholder | Signature | Date of Signature |
|---|--|-------------------|
| William Roy Muskin |  | 3 September 2007 |
| Robert Keith Lindsay |  | 3 September 2007 |
| Robert John Jones |  | 3 September 2007 |
| Leon Keith Lyford Barwell |  | 3 September 2007 |
| Margaret June Barwell and Michael Paynter as Trustees of Keith Barwell's No. 8 Voluntary Settlement |  | 3 September 2007 |
| Lloyds TSB Development Capital Limited |  | 3 September 2007 |

SA WED FRIDAY



| | | | |
|-----|-----------------|------------|-----|
| A35 | *ARZ8KTQB* | 12/10/2007 | 447 |
| | COMPANIES HOUSE | | |
| A30 | *A80Q2TAD* | 26/09/2007 | 6 |
| | COMPANIES HOUSE | | |
| A59 | *AFLF4S2K* | 15/09/2007 | 724 |
| | COMPANIES HOUSE | | |

Lloyds TSB Ventures
Nominees Limited as
nominee for OBS 2007

A handwritten signature in black ink, appearing to read 'J. Allen'.

3 September 2007