

FILE COPY



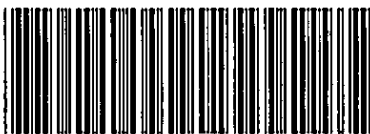
**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 6244880

The Registrar of Companies for England and Wales hereby certifies that
PRIORY E S LIMITED

having by special resolution changed its name, is now incorporated
under the name of
PRIORY EDUCATION SERVICES LIMITED

Given at Companies House, Cardiff, the 25th June 2007



C062448800



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House
— for the record —

HC006B

Company No 6244880

THE COMPANIES ACT 1985 and 1989

**COMPANY LIMITED BY SHARES
SPECIAL RESOLUTION**

Of

PRIORY E S LIMITED

At an extraordinary general meeting of members of the above-named company, duly convened and held on the 14th of June 2007, the following special resolution was duly passed

THAT the name of the company be changed to

PRIORY EDUCATION SERVICES LIMITED

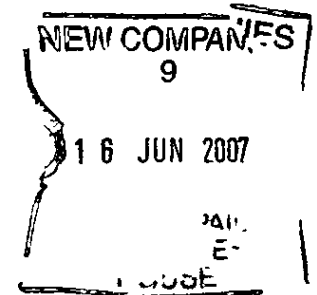
Signed



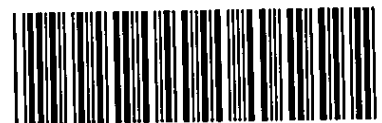
Secretary

14th June 2007

002577/40



SATURDAY



ANRISQG4

A52

16/06/2007

592

COMPANIES HOUSE