



FILE COPY

**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 6496130

The Registrar of Companies for England and Wales hereby certifies that

LITTONACE NO.15 LIMITED

having changed its name, is now incorporated under the name of

**MCCARTHY & STONE INVESTMENT PROPERTIES NO.23
LIMITED**

Given at Companies House on **21st November 2008**



C06496130K



Companies House
— for the record —



**THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES**

010826/10

Company No. 6496130

THE COMPANIES ACTS 2006

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

LITTONACE No. 15 LIMITED (the "Company")

THURSDAY



A53 *ADRNS4ZW* 38
20/11/2008
COMPANIES HOUSE

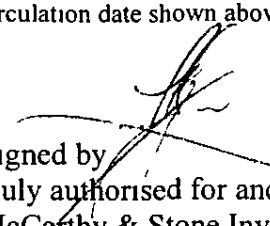
We, the undersigned, together with all other parties signing a document in similar form, being all the members of the Company for the time being entitled to vote on the proposals at the time and date of circulation, hereby pass the following resolution pursuant to sections 288 to 300 of the Companies Act 2006 (the "2006 Act")

As a special resolution of the Company in accordance with s 283 of the 2006 Act it was RESOLVED THAT the name of the Company be changed from "Littonace No. 15 Limited" to "McCarthy & Stone Investment Properties No. 23 Limited".

Date of Circulation 18th November 2008

Notes

- 1 Members may signify their agreement to the resolutions by returning a hard copy of the resolutions signed by them (or on their behalf) to the company at Homelife House, 26-32 Oxford Road, Bournemouth, Dorset, BH8 8EZ marked for the attention of Lisa Ashford. Agreement may also be signified by e-mail to nicola.caley@mccarthyandstone.co.uk
- 2 The proposed resolutions will lapse if not passed within the period of 28 days beginning with the circulation date shown above

Signed by 
Duly authorised for and on behalf of
McCarthy & Stone Investment Properties (Holdings) Limited

Dated

18/11/08

