



FILE COPY

**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 6830076

The Registrar of Companies for England and Wales hereby certifies that

CASTLEGATE 548 LIMITED

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

GH2 LIMITED

Given at Companies House on **20th July 2009**



C06830076J



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES

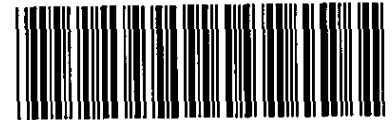
Company Number : 6830076

THE COMPANIES ACT 2006

A PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS
of
CASTLEGATE 548 LIMITED

WEDNESDAY



ATB9HBKZ
A11 15/07/2009 169
COMPANIES HOUSE

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolutions are passed as an ordinary resolution and special resolutions:

Resolution proposed by the directors as an ordinary resolution

- 1 That the 999 unissued ordinary shares of £1.00 each and the 1 issued share of £1.00 be sub-divided into 99,900 unissued ordinary shares of £0.01 each and 100 issued ordinary shares of £0.01 each, with the rights provided for in the articles of association to be adopted pursuant to resolution 5 below.

Resolutions proposed by the directors as special resolutions

- 2 That the directors are generally and unconditionally authorised under section 80 of the Companies Act 1985 (the "Act"), to exercise all the powers of the Company to allot shares and the rights to shares defined in section 80 of the Act as "relevant securities", with the following limitations:
 - 2.1 the maximum amount of relevant securities which may be allotted under this authority is the amount of the Company's authorised but unissued share capital immediately following the passing of these resolutions; and
 - 2.2 this authority shall expire on fifth anniversary of the date of this resolution except that the directors can, before that date, make an offer or agreement which will or might require relevant securities to be allotted after that date.

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- 3 That in accordance with section 95 of the Act the directors be authorised to allot equity securities as that term is defined in section 94(1) of the Act in accordance with the authority given to them by the preceding paragraph of this resolution as if section 89(1) of the Act did not apply and the directors can make an offer or agreement which will or might require equity securities to be allotted after the expiry of the authority given by this resolution.
- 4 THAT the name of the Company be changed to GH2 Limited.
- 5 That the articles of association in the form attached be and are hereby adopted as the Company's articles of association in substitution for the existing articles of association.

The undersigned, being the sole member of the Company on the date of circulation of them by the Company, irrevocably vote in favour of them.


Castlegate Directors Limited

3rd July
Date

NOTES

- 1 The date of circulation of the attached resolutions is *3.7* 2009. Unless the resolutions are passed before the end of the period 28 days beginning with that date, they will lapse.
- 2 Please indicate your agreement to the resolutions by signing and dating this document where indicated above and returning it to the Company.