



**FILE COPY**

**CERTIFICATE OF INCORPORATION  
ON CHANGE OF NAME**

Company No. 6849372

The Registrar of Companies for England and Wales hereby certifies that

**HALLCO 1689 LIMITED**

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

**XLN TELECOM EBT LIMITED**

Given at Companies House on **29th June 2009**



**\*C06849372S\***



*Companies House*  
— for the record —



THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES

160853/50

**Company number: 6849372**  
**Circulation date: 25 June 2009**

FRIDAY



**PRIVATE COMPANY LIMITED BY SHARES**  
**WRITTEN RESOLUTIONS**  
**of**  
**HALLCO 1689 LIMITED**

In accordance with the provisions of Chapter 2 of Part 13 Companies Act 2006, the following resolutions are passed as special resolutions of the Company:

**SPECIAL RESOLUTIONS**

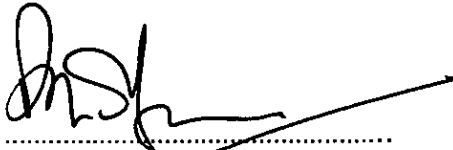
1. **THAT** the memorandum of association of the Company be and is hereby amended by the insertion of the following as new clauses 3.1 to 3.4 and the renumbering of the existing clauses 3.1 to 3.20 as 3.5 to 3.24 respectively:

- "3.1 To undertake and carry on the office or offices and duties of Trustee, custodian Trustee, independent Trustee, executor, administrator, registrar, secretary, liquidator, receiver, committee, attorney or nominee for the purpose of holding administering and dealing with any real or personal property or security or fund of any kind for or on behalf of any government, local authority, corporation, mortgagee, company, person, or other body politic or corporate, partnership (including a body politic or corporate or partnership which is insolvent), scheme, association or trust fund and in particular for or on behalf of any pension, superannuation, life assurance, share participation or profit sharing scheme and for or on behalf of any insolvency practitioner, liquidator, provisional liquidator, receiver, manager or trustee of the estate of a bankrupt; to undertake the management of any business or undertaking or transaction, and generally to undertake, perform and fulfill any trust or agency business of any kind in any office of trust or confidence.
- 3.2 To hold in trust as Trustees or no-minees and to deal with, manage and turn to account, any real or personal property of any kind, of any government, state, corporation, company or body whatsoever whether registered, domiciled or carrying on business in the United Kingdom or in any other part of the world and in particular funds, shares, stocks, securities and obligations (whether fully or partly paid up), debentures, policies, book debts, claims and choses in actions, lands, buildings, hereditaments, business concerns and undertakings, mortgages, charges, annuities, patents, licences, and any interest in real or personal property, and any claims against such property or against any person or company for the purposes aforesaid to hold, deal with, manage, direct the management of, buy, sell, exchange, mortgage, charge, lease, dispose of, or grant, any right or interest in or over or upon any real or personal property of any kind whatsoever including contingent and reversionary rights on any property and to undertake and carry on any business undertaking or transaction and to exercise and enforce all rights and powers conferred by or incidental to the ownership thereof.
- 3.3 To act and perform and to carry out all duties and to exercise all the powers, authorities and discretions of or incidental to or arising out of the trusteeships, powers of attorney or other appointments for the time being held by or vested in the Company.

- 3.4 To accept and undertake any appointment whether as nominee or trustee or as manager of a trust either gratuitously or upon such terms as may from time to time be laid down."

2. **THAT** the name of the company be changed to 'XLN Telecom EBT Limited'.

The undersigned, being the only person eligible to vote on the above resolutions on the relevant circulation date hereby irrevocably agrees to those resolutions.

A handwritten signature in black ink, appearing to be 'MSK', followed by a long horizontal line extending to the right.

For and on behalf of  
Halliwells Directors Limited

Date: 25 June 2009

**NOTE:**

The resolutions set out above will lapse if the required majority of eligible members have not signified their agreement to them within 28 days of the circulate date specified above. If you agree to the resolutions, please ensure that your agreement reaches us before that date.