

Registered No: 07125723

**INTERCEDE 2342 LIMITED**  
(the "Company")

PRIVATE COMPANY LIMITED BY SHARES

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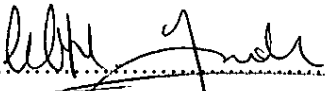
**SHAREHOLDERS' WRITTEN RESOLUTION CIRCULATED ON 19 JANUARY 2010  
PURSUANT TO CHAPTER 2 OF PART 13 OF THE COMPANIES ACT 2006**

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Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolution be passed as a special resolution:

**SPECIAL RESOLUTION**

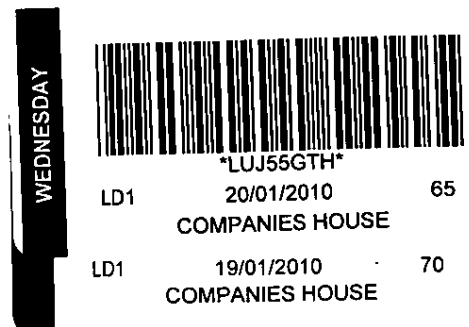
THAT the name of the Company be changed to Equitix Education (Cambridgeshire) Holdings Limited.

Signed by  )  
for and on behalf of )  
**Mitre House Nominees Limited** )

Date 19 JANUARY 2010

**EXPLANATORY NOTES FOR SHAREHOLDERS:**

1. If you agree to the resolution, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company.
2. Once you have indicated your agreement to the resolution, you may not revoke your agreement.
3. Unless, by the date at the end of the 28 day period beginning on the circulation date, sufficient agreement has been received for the resolution to pass, it will lapse. If you agree to the resolution, please ensure your agreement reaches us before or on this date.





**FILE COPY**

**CERTIFICATE OF INCORPORATION  
ON CHANGE OF NAME**

Company No. 7125723

The Registrar of Companies for England and Wales hereby certifies that  
under the Companies Act 2006:

**INTERCEDE 2342 LIMITED**

a company incorporated as private limited by shares; having its registered  
office situated in England/Wales; has changed its name to:

**EQUITIX EDUCATION (CAMBRIDGESHIRE) HOLDINGS  
LIMITED**

Given at Companies House on **20th January 2010**



*Companies House*  
— for the record —



THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES