

Company No. 08313544

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

CONNAUGHT MEZZANINE HOLDCO LIMITED

("Company")

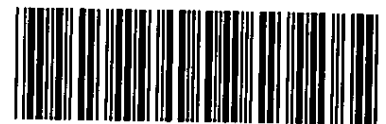
Written resolution of the Company pursuant to chapter 2 part 13 of the Companies Act 2006 proposed by the directors of the Company, proposed as a special resolution as detailed below

SPECIAL RESOLUTION

That the name of the Company be changed to "MHG Mezz Borrower Limited"


Circulation date: 19 December 2012

Registered office:
30 Old Burlington Street
Mayfair
London
W1S 3AR



Agreement to written resolution

We, the undersigned, being persons entitled to vote on the above resolution, irrevocably agree to such resolution

Name of corporate member	MAYBOURNE MEZZANNINE HOLDCO LIMITED <i>Block capitals please</i>	
Name and position of signatory	CAROLE WALKER DIRECTOR <i>Block capitals please</i>	
Signed by authorised person on behalf of corporate member	 Dated 19 DECEMBER 2012	



FILE COPY

**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 8313544

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

CONNAUGHT MEZZANINE HOLDCO LIMITED

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

MHG MEZZ BORROWER LIMITED

Given at Companies House on **20th December 2012**



Companies House



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