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CERTIFICATE OF INCORPORATION ON RE-REGISTRATION OF A PUBLIC COMPANY **AS A PRIVATE COMPANY**

Company No. 3935

The Registrar of Companies for Scotland hereby certifies that

PENTLAND BRANDS PLC

formerly registered as a public company has this day been re-registered under the Companies Act 2006 as a private company is now incorporated under the name of

PENTLAND BRANDS LIMITED

and that the company is limited by shares.

Its registered office is situated in Scotland.

Given at Companies House on 7th April 2010





