

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 27370

The Registrar of Companies for Scotland hereby certifies that

CALEDONIAN MACBRAYNE HOLDINGS LIMITED

having by special resolution changed its name, is now incorporated
under the name of

NORTHLINK FERRIES LIMITED

Given at Companies House, Edinburgh, the 8th May 2006



CSC0273707



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES

C O M P A N I E S H O U S E

THE COMPANIES ACTS 1985 TO 1989
PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

CALEDONIAN MACBRAYNE HOLDINGS LIMITED (the "Company")

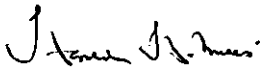
(Registered in Scotland under company number SC27370)

dated 4 May 2006

We, the undersigned, being all the members of the Company entitled to attend and vote at a general meeting of the Company, pass the following resolution as a written resolution to have effect as if passed as a special resolution at a general meeting of the Company pursuant to regulation 53 Table A to the Companies Act 1985 (as amended) and hereby consent to the matters referred to therein:

Special Resolution

- 1 That the name of the Company be changed from Caledonian MacBrayne Holdings Limited to Northlink Ferries Limited.



.....
duly authorised for Caledonian MacBrayne Limited

