

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 268230

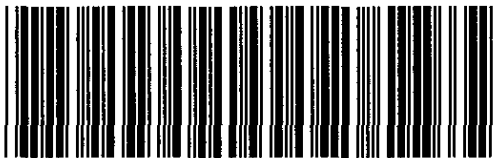
The Registrar of Companies for Scotland hereby certifies that

LOTHIAN SHELF (205) LIMITED

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

ACTIS EXECUTIVE GP LIMITED

Given at Companies House, Edinburgh, the 23rd June 2004

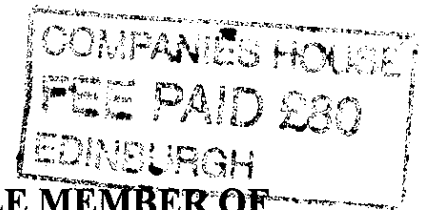


CSC268230M



Companies House
— for the record —

THE COMPANIES ACTS 1985 & 1989



WRITTEN RECORD OF RESOLUTIONS OF THE SOLE MEMBER OF

LOTHIAN SHELF (205) LIMITED

REGISTERED NUMBER: SC268230

DATED: 23 JUNE 2004

We, Burness (Directors) Limited, being the sole director of the above Company hereby noted that the following resolution, such resolution to have effect as a Special Resolution as indicated was duly passed by the sole member of the above Company on the date hereof:

“THAT the name of the Company be changed to “ACTIS EXECUTIVE GP LIMITED””

..... *Alan Syme*
Authorised Signatory
for and on behalf of
Burness (Directors) Limited
Sole Director

