



FILE COPY

**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 346432

The Registrar of Companies for Scotland hereby certifies that

MN NOVA (31) LIMITED

having changed its name, is now incorporated under the name of

CHC KIDS CLUB LIMITED

Given at Companies House on **8th May 2009**



CSC3464327



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES

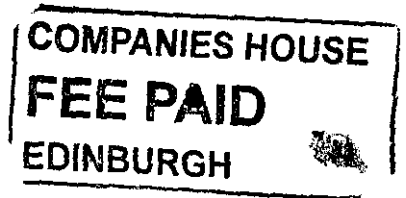
PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION

of

MN NOVA (31) LIMITED (the "Company")

(Registered in Scotland under company number SC346432)

Circulation Date: 6 May 2009



We, Lycidas Nominees Limited, being the sole member of the Company and entitled to vote on the following resolution on the Circulation Date, pass the following special resolution in accordance with Chapter 2 of Part 13 of the Companies Act 2006.

Special Resolution

1 **Change of Name**

THAT the name of the Company be changed with immediate effect to "CHC Kids Club Limited".

David M. Cowley.....

Director, for and on behalf of
LYCIDAS NOMINEES LIMITED

Date of agreement to resolution: 6 May 2009

