



FILE COPY

**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 359173

The Registrar of Companies for Scotland hereby certifies that

DALGLEN (NO. 1152) LIMITED

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

CALEDONIAN MEDICAL LIMITED

Given at Companies House on **10th June 2009**



CSC3591739



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES

Registered Number: SC359173

COMPANIES ACT 2006

GLASGOW 9 June 2009
 This and the succeeding 1 pages
 certified a true copy
 BIGGART BAILLIE LLP
 AGENTS
 DALMORE HOUSE
 310 ST. VINCENT STREET
 GLASGOW G2 5QR

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS OF DALGLEN (NO. 1152) LIMITED

COMPANIES HOUSE
 FEE PAID
 EDINBURGH

The following resolutions are proposed by the Directors to be passed by the Company as to resolution 1 as a Ordinary Resolution and as to resolution 2 and resolution 3 as a Special Resolution.

ORDINARY RESOLUTION

1. "THAT the directors of the Company be and are hereby generally and unconditionally authorised to exercise all the powers of the Company to allot relevant securities (within the meaning of Section 80 of the Companies Act 1985) up to a maximum nominal amount of £98 provided that the authority hereby given shall expire five years after the passing of this resolution unless previously revoked or varied save that the Company may before such expiry make an offer or agreement which would or might require relevant securities to be allotted after such expiry and the board may allot relevant securities in pursuance of such offer or agreement as if the authority conferred hereby had not expired."

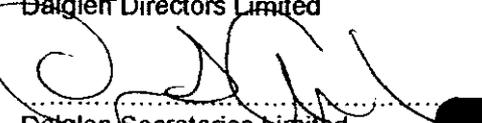
SPECIAL RESOLUTIONS

2. "THAT pursuant to Section 95(1) of the Companies Act 1985, Section 89(1) of the Companies Act 1985 shall not apply to any allotment of shares in the capital of the Company pursuant to the authority conferred on the directors by resolution 1 above."
3. "THAT the name of the Company be and is hereby changed to Caledonian Medical Limited "

The persons named below, being a person entitled to vote on the Resolution on 5 June 2009 (the circulation date of the written resolutions) hereby indicates their agreement to the resolutions.


 Dalgleng Directors Limited

Date: 5/6/09


 Dalgleng Secretaries Limited

Date: 5/6/09

WEDNESDAY



"SJEDYALI"
 SCT 10/06/2009 366
 COMPANIES HOUSE

CONFIDENTIAL COPY
SUCCEEDING
PARTS

HOGART BAILLE LLP
ATTORNEYS
1000 BANK HOUSE
1000 BANK STREET
NEW YORK, NY 10017

RECEIVED
JAN 21 1998
FEDERAL BUREAU OF INVESTIGATION
U.S. DEPARTMENT OF JUSTICE

Notes:

1. You can choose to agree to the Ordinary Resolution and all of the Special Resolutions or none of them but you cannot agree to only some of the resolutions. If you agree to all of the resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following methods:
 - **By Hand:** delivering the signed copy to Aimee Wilson at Biggart Baillie LLP, Dalmore House, 310 St Vincent Street, Glasgow, G2 5QR.
 - **Post:** returning the signed copy by post to Aimee Wilson at Biggart Baillie LLP, Dalmore House, 310 St Vincent Street, Glasgow, G2 5QR.
 - **Fax:** faxing the signed copy to 0141 228 8310 marked "For the attention of Aimee Wilson at Biggart Baillie LLP, Dalmore House, 310 St Vincent Street, Glasgow, G2 5QR."
 - **E-mail:** by attaching a scanned copy of the signed document to an e-mail and sending it to aimwilson@biggartbaillie.co.uk. Please enter "Written resolution dated 5 June 2009" in the e-mail subject box.

If you do not agree to the resolutions, you do not need to do anything: you will not be deemed to agree if you fail to reply.

2. Once you have indicated your agreement to the resolutions, you may not revoke your agreement.
3. Unless, by the date falling 28 days after the circulation date of these resolutions, sufficient agreement has been received for the resolutions to pass, they will lapse. If you agree to the resolutions, please ensure that your agreement reaches us before or during this date.