



FILE COPY

**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 3877687

The Registrar of Companies for England and Wales hereby certifies that

EBOR GROUP HOLDINGS LIMITED

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

C.R. LAURENCE EUROPE, LTD

Given at Companies House on **22nd April 2009**



C03877687L



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES

009691 / 10

Company number: 3877687

PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTIONS

of

EBOR GROUP HOLDINGS LIMITED

Circulation date: 7 APRIL 2009

In accordance with the provisions of Chapter 2 of Part 13 Companies Act 2006, the following resolutions are passed as ordinary and special resolutions of the Company as indicated:

ORDINARY RESOLUTION

1. **THAT** the 500,000 existing preference shares of £1 each in the capital of the Company, whether issued or unissued, be and are hereby re-classified as 500,000 ordinary shares of £1 each in the capital of the Company, such ordinary shares having the rights and being subject to the obligations set out in the articles of association of the Company to be adopted pursuant to resolution 3 below.

ORDINARY RESOLUTION

2. **THAT** for the purposes of section 175(5)(a) Companies Act 2006 any matter which constitutes a situation in which a director of the company has, or can have, a direct or indirect interest that conflicts, or possibly may conflict, with the interests of the company may be proposed to and authorised by the directors of the company in accordance with that section.

SPECIAL RESOLUTION

3. **THAT** the articles of association of the Company attached hereto and initialled, for identification purposes only, by the chairman be and are hereby adopted as the new articles of association of the Company in substitution for, and to the exclusion of, the existing articles of association of the Company.

SPECIAL RESOLUTION

4. **THAT** the name of the Company be and is hereby changed to:

"C.R. Laurence Europe, Ltd"

The undersigned, being the sole person eligible to vote on the above resolutions on the circulation date hereby irrevocably agrees to those resolutions.



For and on behalf of
C.R. Laurence Co. Inc,

Date: APRIL 7 2009

NOTE:

THURSDAY



A06 16/04/2009 321
COMPANIES HOUSE