

Company No: 428350

THE COMPANIES ACT 2006
COMPANY LIMITED BY SHARES
RESOLUTION IN WRITING
of
CAPABILITY BROWN GARDEN CENTRES LIMITED
("the Company")

Passed the 26th day of April 2010

By a written resolution agreed to in accordance with Chapter 2 of Part 13 of the Companies Act 2006 by or on behalf of the required number of the members of the Company who, at the date of circulating the resolution, were entitled to vote on the resolution the following resolution of the Company was duly passed

SPECIAL RESOLUTION

That, the name of the Company be changed to.

Marshalls Newco No. 2 Limited


.....
Director/Secretary

SATURDAY



RM 01/05/2010 335
COMPANIES HOUSE



FILE COPY

**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 428350

The Registrar of Companies for England and Wales hereby certifies that
under the Companies Act 2006:

CAPABILITY BROWN GARDEN CENTRES LIMITED

a company incorporated as private limited by shares; having its registered
office situated in England/Wales; has changed its name to:

MARSHALLS NEWCO NO. 2 LIMITED

Given at Companies House on **7th May 2010**



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES