

Company No 03462675

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

MORGANS HOTEL GROUP LONDON LIMITED (the "Company")

**Shareholder Written Resolution circulated on 23 November 2011
pursuant to Chapter 2 of Part 13 of the Companies Act 2006**

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the director of the Company proposes that the resolution below is passed as a special resolution (the "Resolution")

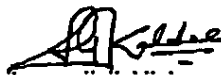
SPECIAL RESOLUTION

THAT the name of the Company be changed to Capital Hill Hotels Group London Limited

AGREEMENT

Please read the notes at the end of this document before signifying your agreement to the Resolution

The undersigned, being sole director of the only member of the Company entitled to vote on the Resolution on the circulation date, hereby irrevocably agrees to the Resolution



Date 23 November 2011

WEDNESDAY



RKVHGZVX

RC2

07/12/2011

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COMPANIES HOUSE
COMPANIES HOUSE

NOTES

If you agree with the Resolution, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company. If returning this document by hand or post, please send it to the registered office of the Company marked "For the attention of the Director"

If you do not agree with the Resolution you do not need to do anything you will not be deemed to agree if you fail to reply.

Once you have indicated your agreement to the Resolution, you may not revoke your agreement

Unless sufficient agreement for the Resolution to be passed has been received by the date 28 days after the circulation date, it will lapse If you agree to the Resolution, please ensure that your agreement reaches us before or during this date

If you are signing this document on behalf of a person under a power of attorney or other authority please send a copy of the relevant power of attorney or authority when returning this document



FILE COPY

**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 3462675

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

MORGANS HOTEL GROUP LONDON LIMITED

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

CAPITAL HILL HOTELS GROUP LONDON LIMITED

Given at Companies House on **16th December 2011**



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES