

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 4108769

The Registrar of Companies for England and Wales hereby certifies that

ROUGEBRIGHT LIMITED

having by special resolution changed its name, is now incorporated
under the name of

THANET NO.1 LIMITED

Given at Companies House, London, the 21st May 2001



C04108769K

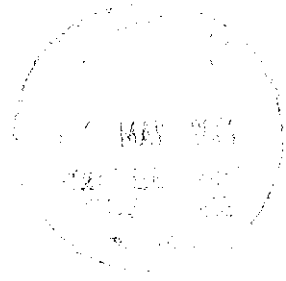
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For The Registrar Of Companies



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Company No. 4108769

THE COMPANIES ACTS 1985 AND 1989

PRIVATE COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION IN WRITING

of

ROUGEBRIGHT LIMITED

Clifford Chance Nominees Limited and Clifford Chance Secretaries Limited, being all the members of the Company who at the date of this special resolution are entitled to attend and vote at a general meeting of the Company, RESOLVE, in accordance with section 381A of the Companies Act 1985, to pass the following as a written special resolution:

THAT the Company's name be changed to THANET NO.1 LIMITED.

SIGNATURE: Alan Price

PRINT NAME [..Alan Price..]

Authorised signatory for and on behalf of Clifford Chance Nominees Limited

SIGNATURE: Joel Ziff

PRINT NAME [.....Joel Ziff.....]

Authorised signatory for and on behalf of Clifford Chance Secretaries Limited

DATE: 18/5 2001



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