

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 4167343

The Registrar of Companies for England and Wales hereby certifies that
LEATHERGRANGE LIMITED

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

AGECROFT PROPERTIES (NO.2) LIMITED

Given at Companies House, London, the 6th April 2001



C041673435

A handwritten signature in black ink, likely of the Registrar of Companies.

For The Registrar Of Companies



C O M P A N I E S H O U S E

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Company No. 4167343

THE COMPANIES ACTS 1985 AND 1989

PRIVATE COMPANY LIMITED BY SHARES

RESOLUTION IN WRITING

of

LEATHERGRANGE LIMITED

Clifford Chance Nominees Limited, being the sole member of the Company who at the date of this resolution is entitled to attend and vote at a general meeting of the Company, RESOLVES, in accordance with section 381A of the Companies Act 1985, to pass the following as written resolutions:

1. THAT the Company's name be changed to AGECROFT PROPERTIES (NO.2) LIMITED.
2. THAT new articles of association in the form of the annexed draft, initialled by the chairman for the purpose of identification, be adopted in substitution for the Company's existing articles of association.
3. THAT the Company's authorised share capital be increased to £20,000 by the creation of 19,900 shares of £1 each.
4. THAT the directors be generally and unconditionally authorised, pursuant to section 80 of the Companies Act 1985 (the "Act"), to exercise all powers of the Company to allot relevant securities (within the meaning of that section) up to an aggregate nominal amount of £19,999 for a period expiring (unless previously renewed, varied or revoked by the Company in general meeting) on the fifth anniversary of the date of this resolution but the Company may make an offer or agreement which would be or might require relevant securities to be allotted after expiry of this authority and the directors may allot relevant securities pursuant to that offer or agreement.

SIGNATURE:



for and on behalf of Clifford Chance Nominees Limited

NEIL ADDISON

DATE:

5 April 2007



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COMPANIES HOUSE

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