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CERTIFICATE OF INCORPORATION ON CHANGE OF NAME

Company No. 4175866

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

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

Given at Companies House, Cardiff, the 29th August 2001



C04175866S





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Company Registered Number 4175866

THE COMPANIES ACT 1985

SPECIAL RESOLUTION

of

PARTNERSHIPS@ LIMITED

At an Extraordinary General Meeting of the Company duly convened and held at:

492 Hempshaw Lane, Stockport, Cheshire on 20th July 2001 the following SPECIAL RESOLUTION was duly passed:

RESOLUTIONS

1. That the name of the company be changed to:-

CPL HOLDINGS LIMITED

Chairman

20 67 01 Date

A04 COMPANIES HOUSE 0855 25/08/01