

**FILE COPY**



**CERTIFICATE OF INCORPORATION  
ON CHANGE OF NAME**

Company No. 5456337

The Registrar of Companies for England and Wales hereby certifies that

DIALGRANGE LIMITED

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

SUN CP NEWMIDCO LIMITED

Given at Companies House, London, the 31st May 2005



\*C05456337U\*



THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES



*Companies House*

— for the record —

Acc.  
Company No.5456337

THE COMPANIES ACTS 1985 AND 1989

PRIVATE COMPANY LIMITED BY SHARES

**RESOLUTION IN WRITING**

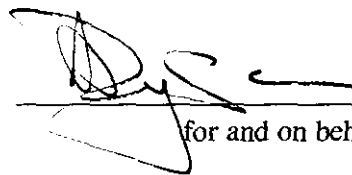
of

**DIAL GRANGE 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 a written resolution:

THAT the Company's name be changed to SUN CP NEWMIDCO LIMITED.

SIGNATURE:



for and on behalf of Clifford Chance Nominees Limited

DATE : 31<sup>ST</sup> MAY 2005



