

**FILE COPY**



**CERTIFICATE OF INCORPORATION  
ON CHANGE OF NAME**

Company No. 6276109

The Registrar of Companies for England and Wales hereby certifies that

PRECIS (2712) LIMITED

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

EUROPEAN FOREST RESOURCES ACQUISITION LIMITED

Given at Companies House, London, the 19th July 2007



\*C06276109I\*



THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES



*Companies House*  
— for the record —

080512



**PRECIS (2712) LIMITED (the "Company")  
(COMPANY NUMBER 6276109)**

**WRITTEN RESOLUTIONS OF THE SOLE MEMBER OF THE COMPANY  
IN LIEU OF A GENERAL MEETING  
PASSED ON 19 JULY 2007**

**Peregrine Secretarial Services Limited, the sole member of the Company entitled to attend and vote at a general meeting hereby resolves:-**

1. **THAT** the name of the Company be changed to European Forest Resources Acquisition Limited.
2. **THAT** pursuant to the provisions of Section 252, Companies Act 1985, the Company dispenses with the laying of accounts and reports before the Company in general meeting
3. **THAT** pursuant to the provisions of Section 366A, Companies Act 1985, the Company dispenses with the holding of annual general meetings
4. **THAT** pursuant to the provisions of Section 386, Companies Act 1985, the Company dispenses with the obligation to appoint auditors annually
5. **THAT** pursuant to the provisions of Section 369(4) and Section 378(3) of the Companies Act 1985 the Company hereby elects that the said provisions shall have effect in relation to the Company as if for the references to 95 per cent therein there were substituted references to 90 per cent
6. **THAT** pursuant to Section 80A(1), Companies Act 1985, the provisions of Section 80A of the said Act shall apply instead of the provisions of Sections 80(4) and 80(5) in relation to the renewal, after the passing of this resolution, of an authority to allot shares
7. **THAT** pursuant to Section 390A(1), Companies Act 1985, the Company hereby authorises the Directors, to fix the remuneration of the auditors until otherwise resolved
8. **THAT** the Directors be hereby generally and unconditionally authorised in accordance with Section 80 of the Companies Act 1985 to exercise all the powers of the Company to allot relevant securities up to a maximum of £100 provided that this authority shall expire five years from the date of this resolution save that the Company shall be entitled to make offers or agreements before the expiry of such authority which would or might require relevant securities to be allotted after such expiry and the directors shall be entitled to allot relevant securities pursuant to any such offer or agreement as if this authority had not expired
9. **THAT** the Directors be and they hereby are empowered pursuant to section 95(1) of the Companies Act 1985 to allot equity securities (as defined in Section 94(2) of that Act) pursuant to the authority granted in Written Resolution 8 above as if Section 89(1) of the Companies Act 1985 did not apply to any such allotment.

For and on behalf of Peregrine Secretarial Services Limited  
(Authorised Signatory)

THURSDAY



LD1 19/07/2007  
COMPANIES HOUSE