



FILE COPY

**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 6332481

The Registrar of Companies for England and Wales hereby certifies that

INGLEBY (1742) LIMITED

having changed its name, is now incorporated under the name of

ALDFORD HOLDINGS LIMITED

Given at Companies House on **18th June 2009**



C06332481H



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES

012193/50

Company Number: 06332481

THE COMPANIES ACT 2006



COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

OF

INGLEBY (1742) LIMITED (the "Company")

Circulation Date: 17 June 2009

THURSDAY



LD1 18/06/2009 229
COMPANIES HOUSE

In accordance with Chapter 2 of Part 13 of the Companies Act 2006 we, being members representing not less than 75% of the total voting rights of eligible members of the Company irrevocably agree that Resolutions 1 to 3 below are passed as special resolutions:

SPECIAL RESOLUTIONS

1. that the name of the Company be changed to "ALDFORD HOLDINGS LIMITED";
2. that the Memorandum of Association of the Company is amended by the insertion of the name "ALDFORD HOLDINGS LIMITED" in place of "INGLEBY (1742) LIMITED" and the adoption of the following new clause in substitution for the existing clause 1 "The name of the Company is "ALDFORD HOLDINGS LIMITED;" and
3. that the Articles of Association of the Company is amended by the insertion of the name "ALDFORD HOLDINGS LIMITED" in place of "INGLEBY (1742) LIMITED.

Please read the notes set out below before signing or taking any action on this resolution.

Signature:

For and on behalf of Close Securities Limited as the holder of 9,000,000 A Ordinary Shares

Date of Signature: 17 June 2009

Signature: 

Daniel Wright as the holder of 1,020,000 Ordinary Shares

Date of Signature: 17 June 2009.....

Signature:

Susan Newton as the holder of 540,000 Ordinary Shares

Date of Signature:

Signature: 

Jeffery Mannering as the holder of 240,000 Ordinary Shares

Date of Signature: 17 June 2009.....

Signature:

Garry Hawkes as the holder of 120,000 Ordinary Shares

Date of Signature:

Signature:

Alison Parkes as the holder of 120,000 Ordinary Shares

Date of Signature:

Signature:

Cheryl Pate as the holder of 30,000 Ordinary Shares

Date of Signature:

Signature:

Wendy Gibson as the holder of 30,000 Ordinary Shares

Date of Signature:

Signature:

Jon O'Bolye as the holder of 30,000 Ordinary Shares

Date of Signature:

Signature:

David Grant as the holder of 30,000 Ordinary Shares

Date of Signature:

Signature:

Maria Midgely as the holder of 30,000 Ordinary Shares

Date of Signature:

Signature:

Clare Green as the holder of 15,000 Ordinary Shares

Date of Signature:

Signature:

Chris Garcia as the holder of 15,000 Ordinary Shares

Date of Signature:

Signature:

Cheryl Checkley as the holder of 30,000 Ordinary Shares

Date of Signature:

Signature:

Chris Peddie as the holder of 15,000 Ordinary Shares

Date of Signature:

Signature:

Lewis Blain as the holder of 15,000 Ordinary Shares

Date of Signature:

Signature:

Lorraine Jamieson as the holder of 15,000 Ordinary Shares

Date of Signature:

Signature:

Jason Gaunt as the holder of 120,000 Ordinary Shares

Date of Signature:

Notes

1 You may either:

- 1.1** agree to all of the above resolutions; or
- 1.2** decline to agree to any of the above resolutions.

You may not agree to some of the resolutions but not the others.

2 If you agree to all of the above resolutions please indicate your agreement by signing and dating this document where indicated and returning it to the Company not later than 11.59 p.m. on 17 July 2009 using one of the following methods:

- 2.1** **By Hand:** deliver it by hand to Jeff Mannering at Aldford House, Lloyd drive, Ellesmere Port, Cheshire, CH65 9HQ;
- 2.2** **By Post:** send it by post to Jeff Mannering at Aldford House, Lloyd drive, Ellesmere Port, Cheshire, CH65 9HQ; or
- 2.3** **By Email:** email a scanned copy to jmannering@protocol-skills.co.uk marked for the attention of Jeff Mannering; please enter "Written Resolutions Circulation Date 17 June 2009" in the subject line.

If the Company has not received sufficient agreement by that date, the resolutions will lapse.

- 3** Once you have indicated your agreement to the resolutions, you may not revoke that agreement.
- 4** If you do not agree to all of the above resolutions, you need not do anything. If no response is received from you as indicated above, you will be counted as withholding your agreement to all of the above resolutions.
- 5** If this document is signed or otherwise approved by an attorney or other representative on behalf of a member, please provide a solicitor's certified copy of the relevant power of attorney or other authority to sign when indicating your agreement to the above resolutions, otherwise you may not be counted as agreeing to them.