

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 6371947

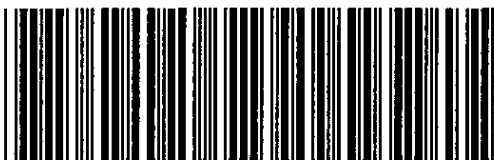
The Registrar of Companies for England and Wales hereby certifies that

SHELFCO (NO. 3486) LIMITED

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

TMS NOMINEE 1 LIMITED

Given at Companies House, London, the 21st November 2007



C06371947K



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House
— for the record —

012292

Company No 6371947

THE COMPANIES ACT 1985 AND 1989

COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

of

SHELFCO (NO 3486) LIMITED

(the "Company")



The undersigned (being the sole member of the Company entitled to receive notice of, attend and vote at general meetings of the Company) hereby pursuant to the articles of association of the Company passes the following special and elective resolutions as written resolutions which shall have effect as if passed at a general meeting of the Company duly convened and held

Special Resolutions

- 1 IT IS RESOLVED THAT the name of the Company be changed to TMS NOMINEE 1 LIMITED
- 2 IT IS RESOLVED THAT the articles of association attached to this resolution be and are hereby adopted as the new articles of association of the Company

Elective Resolutions

- 3 IT IS RESOLVED THAT the Company dispense with the laying of accounts and reports before it in general meeting in respect of the current financial year of the Company and every subsequent financial year
- 4 IT IS RESOLVED THAT the Company dispense with the holding of annual general meetings in respect of the year in which this resolution is passed and in every subsequent year
- 5 IT IS RESOLVED THAT the Company dispense with the obligation to appoint auditors annually and the Company's auditors shall be deemed to be re-appointed for each succeeding financial year

Dated 21 November 2007


duly authorised for and on behalf of

Mikjon Limited



LD1 21/11/2007 123
COMPANIES HOUSE