



FILE COPY

**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 6471075

The Registrar of Companies for England and Wales hereby certifies that

SHOO 376 LIMITED

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

VI ELECTRONICS LIMITED

Given at Companies House on **10th March 2008**



C064710759



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES

117189/10

Company Number 6471075

COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

SHOO 376 LIMITED (the "Company")


passed on 21 February 2008

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the following resolution was duly passed as a written resolution of the Company

SPECIAL RESOLUTION

1 That

- a) That the name of the Company be changed to VI Electronics Limited
- b) That the authorised share capital of the Company be increased to £100,000 by the creation of 99,000 ordinary shares of £1 00 each to rank pari passu in all respects with the existing ordinary shares in the capital of the Company
- c) That the directors be and they are hereby generally and unconditionally authorised for the purposes of section 80 of the Companies Act 1985 to exercise all the powers of the Company to allot relevant securities up to an aggregate nominal amount of £99,999 provided that this authority shall expire on the date 5 years from the date of this resolution and that the Company may before such expiry make an offer or agreement which would or might require relevant securities to be allotted after such expiry and the directors may allot relevant securities in pursuance of such offer or agreement notwithstanding that the authority conferred hereby has expired and in this resolution the expression "relevant securities" and references to the allotment of relevant securities shall bear the same respective meanings as in section 80 of the Companies Act 1985
- d) That the directors of the Company be and are hereby empowered pursuant to section 95 of the Companies Act 1985 to allot equity securities (within the meaning of section 94 as defined for the purposes of section 95 of the Companies Act 1985) for cash pursuant to the authority conferred by paragraph c) above as if section 89(1) of the said Act did not apply to any such allotment


Director

AS DULY AUTHORISED ATTORNEY
OF SHOOSMITHS DIRECTORS LIMITED

TUESDAY



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26/02/2008

COMPANIES HOUSE

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