FILE COPY

CERTIFICATE OF INCORPORATION ON CHANGE OF NAME

Company No. 6872427

The Registrar of Companies for England and Wales hereby certifies that

DE FACTO 1690 LIMITED

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

HOGARTH WORLDWIDE LIMITED

Given at Companies House on **2nd July 2009**

C068724271

Companies House

THE OFFICIAL SEAL OF THE REGISTRAR OF COMPANIES

cost 126173

No. 6872427

THE COMPANIES ACT 2006

COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

DE FACTO 1690 LIMITED
(the "Company")

The following resolutions were duly agreed to by the members of the Company in accordance with Chapter 2, Part 13 of the Companies Act 2006 with effect from 2 JULY 2009.

SPECIAL RESOLUTION

That, subject to the consent of the Registrar of Companies, the name of the Company be changed to "Hogarth Worldwide Limited".

Date: 2 JULY 2009

.....
For and on behalf of
TRAVERS SMITH SECRETARIES LIMITED
(Authorised signatory)

.....
For and on behalf of
TRAVERS SMITH LIMITED
(Authorised signatory)

000133/50

Leading Hedge Ltd

Company number 06775037

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

Leading Hedge Ltd (the "**Company**")

2 July 2009

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolution is passed as a special resolution (the "**Resolution**").

SPECIAL RESOLUTION
To change the name of the Company to GMG Brokers Ltd

AGREEMENT
Please read the notes at the end of this document before signifying your agreement to the Resolution.

The undersigned, being the sole shareholder of the company entitled to vote on the Resolution on 2 July 2009 hereby irrevocably agrees to the Resolution:

Signed for and on behalf of G2 Holdings: .....

Date: ...July 2nd 2009.....

NOTES

1. If you agree with the Resolution, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following methods:
   By Hand: delivering the signed copy to 7 Old Park Lane, London W1K 1QR.
   Post: returning the signed copy by post to 7 Old Park Lane, London W1K 1QR.
   Fax: faxing the signed copy to 020 7529 6631 marked.
   E-mail: by attaching a scanned copy of the signed document to an e-mail and sending it to kevin@theleadinghedge.com. Please enter "Written resolution dated 2 July 2009" in the e-mail subject box.
   If you do not agree to the Resolution, you do not need to do anything: you will not be deemed to agree if you fail to reply.

THURSDAY
L4AXVB79
LD1 02/07/2009 63
COMPANIES HOUSE

2. Once you have indicated your agreement to the Resolution, you may not revoke your agreement.

3. Unless, by 23 July 2009, sufficient agreement has been received for the Resolution to pass, it will lapse. If you agree to the Resolution, please ensure that your agreement reaches us before or during this date.

4. In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company. Seniority is determined by the order in which the names of the joint holders appear in the register of members.

5. If you are signing this document on behalf of a person under a power of attorney or other authority please send a copy of the relevant power of attorney or authority when returning this document.