

Company number 7654950

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

HAMSARD 3259 LIMITED (the Company)

CIRCULATION DATE ... 14 July 2011

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**)

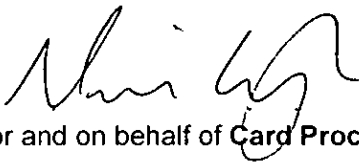
SPECIAL RESOLUTION

That the name of the company be changed to "CPS MERCHANT SERVICES LIMITED"

AGREEMENT

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

The undersigned, a person entitled to vote on the Resolution on the Circulation Date, hereby irrevocably agrees to the Resolution



for and on behalf of Card Processing Solutions Limited

Date 14 July 2011



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
 - (a) **By hand** delivering the signed copy to Squire Sanders Hammonds (Ref J Taylor), 2 Park Lane, Leeds, LS3 1ES
 - (b) **Post** returning the signed copy by post to Squire Sanders Hammonds (Ref J Taylor), 2 Park Lane, Leeds, LS3 1ES

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
- 2 Once you have indicated your agreement to the Resolution, you may not revoke your agreement
- 3 Unless, by 25 July 2011, 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



FILE COPY

**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 7654950

The Registrar of Companies for England and Wales hereby certifies that
under the Companies Act 2006:

HAMSARD 3259 LIMITED

a company incorporated as private limited by shares; having its registered
office situated in England/Wales; has changed its name to:

CPS MERCHANT SERVICES LIMITED

Given at Companies House on **22nd July 2011**



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES