

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 5508168

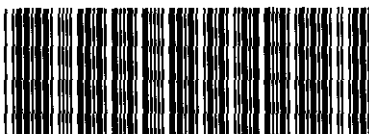
The Registrar of Companies for England and Wales hereby certifies that
PIMCO 2319 LIMITED

having by special resolution changed its name, is now incorporated

under the name of

ALPHA SCHOOLS (HIGHLAND) HOLDINGS LIMITED

Given at Companies House, Cardiff, the 25th July 2005



C055081680



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House
— for the record —

5508168



COMPANIES ACTS 1985 AND 1989

WRITTEN RESOLUTION

OF

PIMCO 2319 LIMITED

COMPANY NUMBER: 5508168

I, the undersigned, being the sole member of the above company, for the time being entitled to attend and vote at general meetings, hereby pass the following resolution and agree that the said resolution shall for all purposes be as valid and effective as if the same had been passed at a general meeting of the Company duly convened and held.

THAT the name of the Company be changed to ALPHA SCHOOLS (HIGHLAND) HOLDINGS LIMITED

For and on behalf of
PINSENT MASONS DIRECTOR LIMITED

[Handwritten Signature]

.....
Director/Secretary
Pinsent Masons Director Limited

20-7-05

.....
Date

