

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 4645557

The Registrar of Companies for England and Wales hereby certifies that

FUNDFOUR LIMITED

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

DOUGHTY HANSON & CO IV LIMITED

Given at Companies House, Cardiff, the 30th September 2003



C04645557T



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES

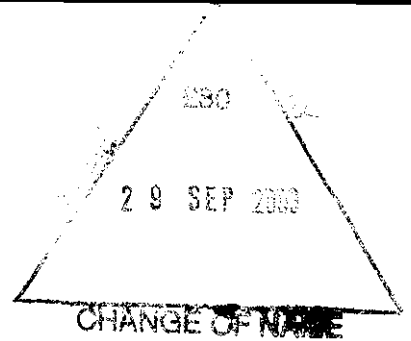


Companies House

— for the record —

000211/80

Company Number: 4645557



THE COMPANIES ACT 1985

A PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RECORD OF THE DECISION OF THE SOLE MEMBER OF

FUNDFOUR LIMITED
(THE "COMPANY")

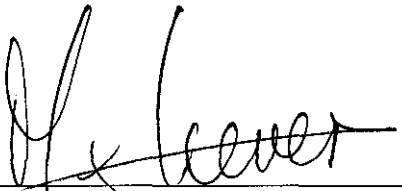
PROVIDED PURSUANT TO SECTION 382B(1) OF THE COMPANIES ACT 1985

(decision taken on 29 September 2003)

Pursuant to section 382B(1) of the Companies Act 1985 (the "Act"), the sole member of the Company has provided the Company with a written record of the following decision taken on 29 September 2003, being a decision which may be taken by the Company in general meeting and which has effect as if agreed by the Company in general meeting as a Special Resolution of the Company:

SPECIAL RESOLUTION

That the name of the Company be changed to Doughty Hanson & Co IV Limited

Signed: 
For and on behalf of Doughty Hanson & Co Limited

Date: 29 September 2003

