



FILE COPY

**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 6660591

The Registrar of Companies for England and Wales hereby certifies that

1-UP LIMITED

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

1 UP LIFTS LIMITED

Given at Companies House on **5th September 2008**



C066605914



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES

00400059

THE COMPANIES ACTS 1985 TO 2006

COMPANY NUMBER: 6660591

SPECIAL RESOLUTIONS

OF

1-UP LIMITED

WEDNESDAY



A52

03/09/2008

145

COMPANIES HOUSE

I, the undersigned, being the sole member representing all the issued share capital for the time being of the Company and entitled to receive notice of and to attend and vote at General Meetings HEREBY PASS the following resolutions as Special Resolutions and agree that the said resolutions shall, pursuant to Section 283 of the Companies Act 2006 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

It is resolved

- 1 THAT the name of the Company be changed to 1 UP LIFTS LIMITED
- 2 THAT the document attached to this resolution, and for the purposes of identification marked with an "M", be approved and adopted as the Memorandum of Association of the Company in substitution for, and to the exclusion of the existing Memorandum of Association thereof
- 3 THAT the regulations set forth in the printed attached to this resolution, and for the purposes of identification marked with an "A", be approved and adopted as the Articles of Association of the Company, in substitution for, and to the exclusion of, all existing Articles thereof

Dated 30 July 2008

Signed *B Kahan*

Please Return the Certificate of Change of Name to -
Simon Evans
A1 Company Services Limited
DX: 92002
TEMPLE FORTUNE

Notes

- 1 Change of Name & Update to Mems and Arts If the resolution is a special resolution the requisite majority needed to pass the resolution is three-fourths of the members eligible to vote If the resolution is an Ordinary Resolution a simple majority is need in order for the resolution to be passed
- 2 The circulation date of these written resolutions is 30 July 2008
- 3 If you agree to all resolutions, please signify your agreement by signing against your name where indicated, enter the date on which you signed the document Please then return the document to the Company
- 4 If you return the document signed, but un-dated, it will be assumed by the Company that you signed the document on the day immediately preceding the day on which it was received by the Company
- 5 If not passed by the requisite majority of members, these written resolutions shall lapse 28 days from the date of circulation as stated in 2
- 6 Once these resolutions have been signed and returned to the Company, your agreement to them may not be revoked