



FILE COPY

**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 6764421

The Registrar of Companies for England and Wales hereby certifies that

JCCO 199 LIMITED

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

AAIM CAPITAL FINANCE LIMITED

Given at Companies House on **12th January 2009**



C06764421B



000279 / 50

10 JAN 2009

Company number: 6764421

**PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION**

OF

JCCO 199 LIMITED (the "Company")

Circulation date: 9th January 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

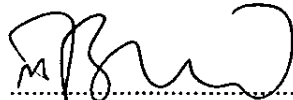
1. That the Company's name be changed to aAIM CAPITAL FINANCE LIMITED.
2. That the articles of association be amended by adopting new articles of association as produced to the meeting in substitution for the current articles.

AGREEMENT

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

The undersigned, the sole member entitled to vote on the Resolution, hereby irrevocably agrees to the Resolution:

Signed for and on behalf of
JC SECRETARIES LIMITED



.....

Date

9th January 2009
.....

NOTES

1. If you agree with the Resolution, please indicate your agreement by signing and dating this document where indicated above and return it to the Company using one of the following methods:
 - **By Hand:** delivering the signed copy to David Eames at Brabners Chaffe Street LLP, Fifth Floor, 55 King Street, Manchester M2 4LQ.
 - **Post:** returning the signed copy by post to David Eames at Brabners Chaffe Street LLP, Fifth Floor, 55 King Street, Manchester M2 4LQ.
 - **Fax:** faxing the signed copy to 0161 836 8801 marked "For the attention of David Eames".
 - **E-mail:** by attaching a scanned copy of the signed document to an e-mail and sending it to david.eames@brabnerscs.com.

SATURDAY



A21 10/01/2009 388
COMPANIES HOUSE

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 the end of the period of 28 days beginning with the circulation date, sufficient agreement has been received for the Resolution to pass, they 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.