

SC101825

THE COMPANIES ACT 1985
PRIVATE COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION

of

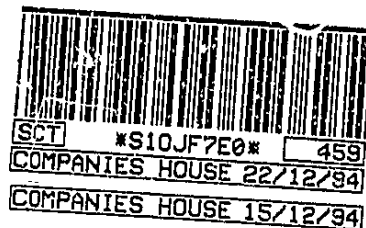
BRITANNIA LIFE INVESTMENT MANAGERS LIMITED

Passed on 16 November 1994

At an Extraordinary General Meeting of the above named Company duly convened and held at Britannia Court, 50 Bothwell Street, Glasgow G2 6HR on 16 November 1994 AT 4.25 P.M. the following Resolution was duly passed as a Special Resolution -

SPECIAL RESOLUTION

That the name of the Company be changed to BRITANNIA INVESTMENT MANAGERS LIMITED with effect from 1 January 1995.



Certified a true copy
Deborah A Wagner
SECRETARY.

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 101825

The Registrar of Companies for Scotland hereby certifies that

BRITANNIA LIFE INVESTMENT MANAGERS LIMITED

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

BRITANNIA INVESTMENT MANAGERS LIMITED

Given at Companies House, Edinburgh, the 1st January 1995

J. HENDERSON
Registrar Of Companies



C O M P A N I E S H O U S E