

FILE COPY



CERTIFICATE OF INCORPORATION ON RE-REGISTRATION OF LIMITED COMPANY AS UNLIMITED

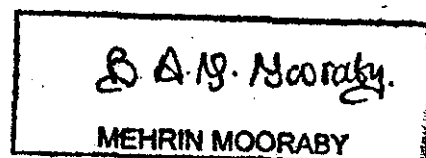
Company No. 830653

The Registrar of Companies for England and Wales hereby certifies that

DRESDNER KLEINWORT WASSERSTEIN LEASING DECEMBER (15)

formerly registered as limited, has this day been re-registered under the Companies Act 1985 as unlimited.

Given at Companies House, London, the 29th September 2005



For The Registrar Of Companies



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