

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 890308

The Registrar of Companies for England and Wales hereby certifies that

HAMBROS UNIT TRUST MANAGERS LIMITED

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

AVEBURY ASSET MANAGEMENT LIMITED

Given at Companies House, London, the 28th April 2000



C00890308R

N. Richards.
MR. N. RICHARDS

For The Registrar Of Companies



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

Company No. 890308



THE COMPANIES ACTS 1985 AND 1989

PRIVATE COMPANY LIMITED BY SHARES

RESOLUTION IN WRITING

of

HAMBROS UNIT TRUST MANAGERS LIMITED

Investec Guinness Flight Investment Management Limited, being the sole member of the Company who at the date of this resolution is entitled to attend and vote at a general meeting of the Company, RESOLVE, in accordance with section 381A of the Companies Act 1985 to pass the following special resolution, AS FOLLOWS:

SPECIAL RESOLUTION IN WRITING

THAT the Company's name be changed to Avebury Asset Management Limited.

This written resolution takes effect as a special resolution.

SIGNATURE:

A handwritten signature in dark ink, appearing to read "M Slade".

Mr Martin Slade,
Director for and on behalf of Investec Guinness Flight Investment
Management Limited

DATE:

28th APRIL 2000

N/C £100
NW 007665
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