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CERTIFICATE OF INCORPORATION ON CHANGE OF NAME

Company No. 912211

The Registrar of Companies for England and Wales hereby certifies that AA COMMERCIAL INSURANCE SERVICES LIMITED

having by special resolution changed its name, is now incorporated under the name of AA FINANCIAL SERVICES LIMITED

Given at Companies House, Cardiff, the 16th October 2000



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AA COMMERCIAL INSURANCE SERVICES LIN

Company No: 912211

Passed: 29 September 2000

The Companies Acts 1985 and 1989

At an Extraordinary General Meeting of the above-named Company duly convened and held at CHARTER COURT, 50 WINDSOR ROAD, SLOUGH, BERKSHIRE, SL1 2HA, UNITED KINGDOM on Friday 29 September 2000 at 3.30 PM the following Resolution was duly passed as a Special Resolution.

Special Resolution

"That the name of the Company be changed to AA FINANCIAL SERVICES LIMITED."

Chairman

29/9/00

11/10/00