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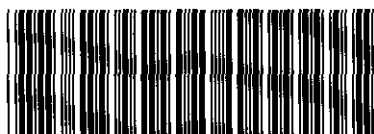
**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 1053688

The Registrar of Companies for England and Wales hereby certifies that
GERALD HUXLEY & COMPANY LIMITED

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

Given at Companies House, Cardiff, the 9th May 2005



C010536888



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House
— for the record —

HC006B

No. 1053688

The Companies Act 1985

Company limited by shares

Single members resolution

of

Gerald Huxley & Company Limited ("the Company")

(passed on 25 April 2005)

We, being the sole member of the Company hereby resolve in accordance with section 382B of the Companies Act 1985 (as amended) as follows:

That the change of the name of the Company from "**Gerald Huxley & Company Limited**" to "**CBG Group Limited**" be and it is hereby approved.



.....
Director
for and on behalf of
CBG Insurance Brokers Limited



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