

Company No. 1059606

COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION

OF

MORLEY POOLED PENSIONS LIMITED

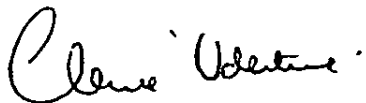
Passed on 28 March 2007

At an Extraordinary General Meeting of the above-named Company, duly convened and held at No 1 Poultry London EC2R 8EJ, the following Special Resolution was duly passed

CHANGE IN ARTICLES OF ASSOCIATION

THAT the regulations contained in the printed document marked 'A' attached to this resolution/submitted to the meeting and, for the purpose of identification, signed by the Chairman, be approved and adopted as the articles of association of the Company in substitution for and to the exclusion of all the existing articles

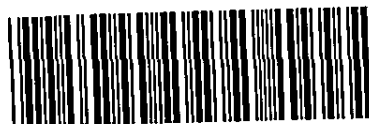
Certified to be a true extract



Aviva Company Secretarial Services Limited
Secretary

**AUTHORISED SIGNATORY
FOR AND ON BEHALF OF
AVIVA COMPANY
SECRETARIAL SERVICES LIMITED**

MONDAY



RZ5FC3J8

RM

29/09/2008

37

COMPANIES HOUSE

Company No 1059606

"A"
Clare Velez

THE COMPANIES ACTS 1985 AND 1989

PRIVATE COMPANY LIMITED BY SHARES

ARTICLES OF ASSOCIATION

of
AVIVA INVESTORS PENSIONS LIMITED*
~~MORLEY POOLED PENSIONS LIMITED~~

Adopted by special resolution passed on 26 March 2007

*Pursuant to a resolution in writing passed on 26th September 2008 the name of the Company was changed to Aviva Investors Pensions Limited

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