



CERTIFICATE OF INCORPORATION

No. 1124733

I hereby certify that

THE ROYAL BANK OF CANADA HOLDINGS (U.K.) LIMITED

is this day incorporated under the Companies Acts 1948 to 1967 and that the Company is Limited.

Given under my hand at London the 25th July 1973

A handwritten signature in cursive script, appearing to read 'N. Taylor'.

(N. TAYLOR

Assistant Registrar of Companies