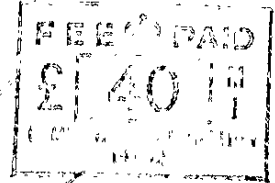


Φ 1 1Φ  
SPECIAL RESOLUTION OF

ARTHUR J. GALLAGHER & CO. (U.K.) LIMITED



No. 1193013  
Company Limited by Shares  
The Companies Acts 1985

At an Extraordinary General Meeting of the members duly convened and held at 110-112 Fenchurch Street, London EC3M 5JJ on 4th August 1986 at 10.50 a.m. the resolutions set out below were passed as special resolutions:

- (1) THAT with effect from 20th August 1986 the name of the Company be changed to Gallagher Plumer Limited *etc*
- (2) THAT the Articles of Association of the Company be amended by deleting the last word in Article 7 and inserting in its place "twenty".
- (3) THAT subject to the directors being authorised generally within the terms of section 80 of the Companies Act 1985, the directors be and hereby are empowered pursuant to section 95 of the Companies Act 1985 to allot equity securities (within the meaning of sections 89 to 94 of the Companies Act 1985) in the Company up to the amount of the authorised but unallotted share capital of the Company immediately prior to the passing of this resolution to such persons and on such terms as they think fit and without regard to any rights or pre-emption contained in the Articles and as if section 89(1) of the Companies Act 1985 did not apply to such allotment.

Dated 4<sup>th</sup> August 1986

Secretary

*S. Plumer*



*BR*  
*240-*  
*300241*

# FILE COPY



## CERTIFICATE OF INCORPORATION ON CHANGE OF NAME

No. 1193013

I hereby certify that

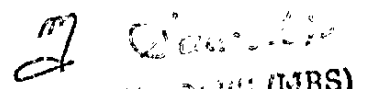
ARTHUR J. GALLAGHER & CO. (U.K.) LIMITED

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

GALLAGHER PLUMER LIMITED

Given under my hand at the Companies Registration Office,  
Cardiff the

20TH AUGUST 1986

  
M. SAUNDERS (MRS),

an authorised officer