

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 1325665

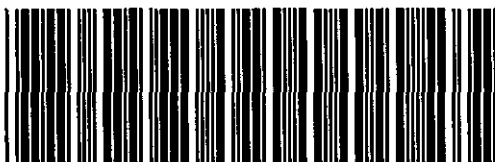
The Registrar of Companies for England and Wales hereby certifies that

UBS LAING AND CRUICKSHANK LIMITED

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

UBS WEALTH MANAGEMENT (UK) LTD

Given at Companies House, London, the 30th September 2005



C01325665T



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House
— for the record —

015637

No: 1325665



THE COMPANIES ACTS 1985 TO 1989

COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION
OF
UBS LAING AND CRUICKSHANK LIMITED.

Passed 30 September 2005

By **MEMBERS' WRITTEN RESOLUTION**, pursuant to and in accordance with the authority contained in the above-named company's Articles of Association and the provisions of Sections 381A and 381B of the Companies Act 1985 (as amended), dated the 30th day of September 2005 the following Resolution was duly passed having effect as a **SPECIAL RESOLUTION** of the Company, namely:

RESOLUTION

" that the name of the Company be changed to "UBS Wealth Management (UK) Ltd".

A handwritten signature in black ink, appearing to read 'James A Scott-Gatty'.

James A SCOTT-GATTY
Secretary.



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COMPANIES HOUSE

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30/09/05