THE COMPANIES ACT 2006

SPECIAL RESOLUTION

OF

LLOYDS TSB FOUNDATION FOR ENGLAND & WALES

COMPANY LIMITED BY GUARANTEE

At a general meeting of the above-named Company, duly convened and held on the 3rd day of December 2013, the following **SPECIAL RESOLUTIONS** were duly passed

Change of Name

IT WAS RESOLVED THAT the name of the Company be changed to LLOYDS BANK FOUNDATION FOR ENGLAND & WALES with effect from the 2 January 2014

Adoption of New Articles of Association

IT WAS RESOLVED THAT the regulations contained in the draft articles of association produced to this meeting be and are hereby approved and adopted as the Company's articles of association, in substitution for, and to the exclusion of all existing articles of association with effect from the 2 December 2013

DIRECTOR

THURSDAY



D1 02/01/2014 COMPANIES HOUSE

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FILE COPY

CERTIFICATE OF INCORPORATION ON CHANGE OF NAME

Company No. 1971242

The Registrar of Companies for England and Wales hereby certifies that under the Companies Act 2006:

LLOYDS TSB FOUNDATION FOR ENGLAND AND WALES

a company incorporated as private limited by guarantee; having its registered office situated in England/Wales; has changed its name to:

LLOYDS BANK FOUNDATION FOR ENGLAND & WALES

Given at Companies House on 2nd January 2014



