

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 2069507

The Registrar of Companies for England and Wales hereby certifies that
DRESDNER KLEINWORT WASSERSTEIN LEASING JUNE (2)
LIMITED

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

RIVERBANK TRUSTEES LIMITED

Given at Companies House, London, the 13th May 2005



C02069507C



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



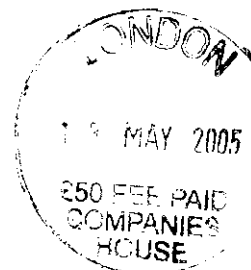
Companies House

— for the record —

Cash

COMPANY No. 02069507


DRESDNER KLEINWORT WASSERSTEIN LEASING JUNE (2) LIMITED
(the *Company*)

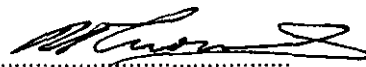


SOLE MEMBER'S WRITTEN RESOLUTION

In accordance with section 381A of the Companies Act 1985, **DRESDNER KLEINWORT WASSERSTEIN LEASING LIMITED**, the sole member of the Company who at the date of this resolution would be entitled to attend and vote at a general meeting of the Company, **DECLARES** that the following resolution shall have effect as if passed by the Company in general meeting and accordingly **DRESDNER KLEINWORT WASSERSTEIN LEASING LIMITED RESOLVES THAT:**

- (1) the name of the Company be changed to "Riverbank Trustees Limited".

Signature: (1) 

(2) 

Name: (1) RICHARD BIRCH

(2) JEREMY THOMAS

For and on behalf of

DRESDNER KLEINWORT WASSERSTEIN LEASING LIMITED

Date: 12 May 2005

A copy of this resolution was sent to the Company's auditors, KPMG, on 12 May 2005 pursuant to s381B Companies Act 1985.

We, the auditors of the Company, confirm that we received a copy of the above written resolution.

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Name:

