

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 2222856

The Registrar of Companies for England and Wales hereby certifies that
SUN BANK PLC

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

THE MORTGAGE WORKS (UK) PLC

Given at Companies House, London, the 13th January 2004



C02222856C



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House
— for the record —

No. 02222856



Companies Act 1985 – 1989

Company Limited by Shares

Special Resolution

of

Sun Bank plc

(Passed on 24 December 2003)

At the duly convened Extraordinary General Meeting of the above-named company held at Portman House on 24 December 2003, the following resolution was passed:

That the name of the company be changed to 'The Mortgage Works (UK) Plc' with effect from 13 January 2004.

A handwritten signature in black ink, appearing to be "Shirley" followed by a flourish and a period.

Chairman

