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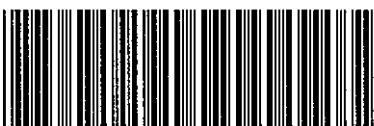
**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 2264559

The Registrar of Companies for England and Wales hereby certifies that
THE ASSOCIATION OF MORTGAGE LENDERS

having by special resolution changed its name, is now incorporated
under the name of
INTERMEDIARY MORTGAGE LENDERS ASSOCIATION

Given at Companies House, Cardiff, the 15th November 1995



C02264559E


M.LEWIS

For the Registrar of Companies



C O M P A N I E S H O U S E

HC006B

The Companies Acts 1985 and 1989
COMPANY LIMITED BY SHARES
SPECIAL RESOLUTION

of

THE ASSOCIATION OF MORTGAGE LENDERS

Passed *8th November* 1995

At the EXTRAORDINARY GENERAL MEETING of the above named Company, duly convened, and held at *16 St John Street, London EC1M 4AY* on the *8th November* 1995, the following Special Resolution was duly passed as a Special Resolution of the Company:-

RESOLUTION

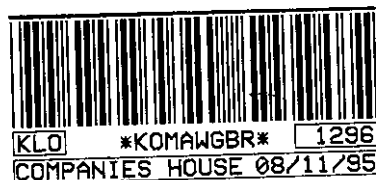
That the name of the Company be changed to:

INTERMEDIARY MORTGAGE LENDERS ASSOCIATION

EUROLIFE COMPANY SERVICES LIMITED
16 ST. JOHN STREET, LONDON EC1M 4AY

Signed *C Moore*.....

(DIRECTOR)



EUROLIFE COMPANY SERVICES LIMITED
16 ST. JOHN STREET, LONDON EC1M 4AY

