

COMPANY NUMBER 2306045

THE COMPANIES ACTS 1985 to 1989

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN SPECIAL RESOLUTION OF NORTHERN ROCK HOUSING TRUST LIMITED

We, the undersigned, being all the members of the company who, at the date of this resolution would be entitled to attend and vote at general meetings of the company HEREBY PASS the following resolution as a Special Resolution and agree that the said resolution shall, pursuant to Clause 53 in Table A (which Clause is embodied in the Articles of Association of the Company), for all purposes be as valid and effective as if the same had been passed at a General Meeting of the Company duly convened and held.

It is resolved:

That the name of the Company be changed to:-

NORTHERN ROCK HOMES LIMITED

Dated this sixth

day of June

1992

Signed

J. C. Sharp

Signed

L. P. Finn

Signed

F. M. Osborn

Signed

On behalf of NORTHERN ROCK BUILDING SOCIETY



FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

No. 2306045

I hereby certify that

NORTHERN ROCK HOUSING TRUST LIMITED

having by special resolution changed its name,

is now incorporated under the name of

NORTHERN ROCK HOMES LIMITED

Given under my hand at the Companies Registration Office,

Cardiff the 2 JULY 1992

D. M. Jones
MRS D. M. JONES

an authorised officer