



FILE COPY

**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 2343426

The Registrar of Companies for England and Wales hereby certifies that

ABBEY NATIONAL PROPERTIES (2) LIMITED

having changed its name, is now incorporated under the name of

SANTANDER BANK LIMITED

Given at Companies House on **9th July 2009**



C023434268



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



000200

Company number: 2343426

ABBEY NATIONAL PROPERTIES (2) LIMITED

(the "Company")

We the undersigned being the eligible members for the time being of the company, hereby signify our irrevocable agreement to the following special resolution:

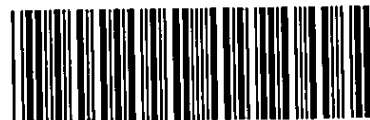
SPECIAL RESOLUTION

THAT the name of the Company be changed to "Santander Bank Limited"

For an on behalf of
Abbey National plc

Date: 8/7/2009

THURSDAY



L420QBE6

LD1

09/07/2009

8

COMPANIES HOUSE

