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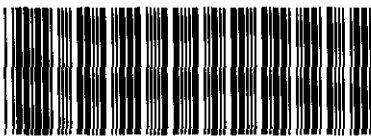
**CERTIFICATE OF INCORPORATION  
ON CHANGE OF NAME**

Company No. 2362041

The Registrar of Companies for England and Wales hereby certifies that  
BARING TRUST CO., LIMITED

having by special resolution changed its name, is now incorporated  
under the name of  
NORTHERN TRUST FIDUCIARY SERVICES (UK) LIMITED

Given at Companies House, Cardiff, the 6th October 2005



\*C023620415\*



THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES



*Companies House*

— for the record —

000722/10.

2362041

Company No: ~~61910905~~

THE COMPANIES ACT 1985  
COMPANY LIMITED BY SHARES  
WRITTEN RESOLUTION OF THE SOLE MEMBER  
OF  
BARING TRUST COMPANY LIMITED

(the "Company")

PASSED AS A SPECIAL RESOLUTION IN ACCORDANCE WITH  
SECTION 381A AND B OF THE COMPANIES ACT 1985

We the undersigned, being the sole member of the Company, having the right to receive notice of, attend and vote at General Meetings of the Company hereby unanimously pass the resolution set out below as written special resolution and agree that the said resolution be as valid and effective as if the same had been passed at General Meeting of the Company duly convened and held.

RESOLUTION

THAT the name of the Company be changed to "Northern Trust Fiduciary Services (UK) Limited" and;

-DET

THAT the registered address of the Company be changed to "50 Bank Street, Canary Wharf, London E14 5NT".

Signed by:

Financial Services Group Limited

*John Lead*  
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Dated 31 August 2005

