

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 2587948

The Registrar of Companies for England and Wales hereby certifies that
WRIGHT (HASLEMERE PROPERTIES) LIMITED

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

CLIFTON DOWN SECURITIES LIMITED

Given at Companies House, London, the 13th November 2002



C02587948C



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House
— for the record —

5/10/02
NIC
525191

Company No: 2587948



THE COMPANIES ACTS 1985 TO 1989

COMPANY LIMITED BY SHARES

RESOLUTION

- of -

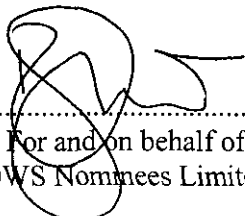
WRIGHT (HASLEMERE PROPERTIES) LIMITED

Dated 13 November 2002

WE, the undersigned, being the sole member of the above-named Company for the time being entitled to attend and vote at general meetings of the Company **RESOLVE** that the following resolution be passed by way of written resolution:

SPECIAL RESOLUTION

"That the name of the Company be changed to
CLIFTON DOWN SECURITIES LIMITED".


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For and on behalf of
DWS Nominees Limited



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