

FILE COPY



**CERTIFICATE OF INCORPORATION  
ON CHANGE OF NAME**

Company No. 2849992

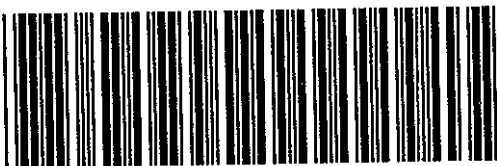
The Registrar of Companies for England and Wales hereby certifies that

BESSA RBS III PLC

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

WEST REGISTER (RESIDENTIAL) PLC

Given at Leeds, the 27th May 1999



\*C02849992Q\*

A handwritten signature in black ink, appearing to read 'L. Parry'.

MRS. L. PARRY

For The Registrar Of Companies



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

CERTIFIED TO BE A TRUE AND COMPLETE  
COPY OF THE ORIGINAL  
DATED THIS 27<sup>TH</sup> DAY OF MAY 1999  
Pinsent Curtis  
PINSENT • CURTIS  
LEEDS LS1 2NS

COMPANIES ACTS

LEEDS  
27 MAY 1999  
FEE PAID  
COMPANIES  
HOUSE

WRITTEN RESOLUTION

OF

BESSA RBS III PLC

COMPANY NUMBER: 2849992

We, the undersigned, being all the members of the above company, for the time being entitled to attend and vote at General Meetings, hereby pass the following resolution and agree that the said resolution shall 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.

**THAT** the name of the Company be changed to WEST REGISTER (RESIDENTIAL) PLC

Date for and on behalf of The Royal Bank  
of Scotland plc conform to Commission  
dated and registered in the Books of Council  
and Session 30 September 1998

26-5-99



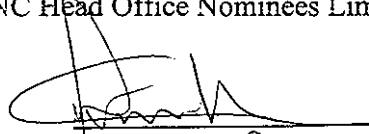
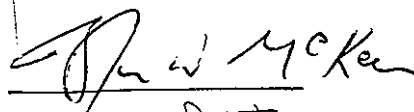
Commissioner and Attorney

**Name of  
Shareholder**

The Royal Bank of Scotland plc

NC Head Office Nominees Limited

26-5-99

  
Director  
  
Director