

Company Number: 2884568

THE COMPANIES ACT 1985

COMPANY LIMITED BY GUARANTEE AND NOT HAVING
A SHARE CAPITAL

WRITTEN RESOLUTION

We hereby certify that this is a true copy of the original.

OF

SAFE HOME INCOME PLANS



DATED 26 August 2003

We, the undersigned, being all the members for the time being of the above-named Company entitled to receive notice of and to attend and vote at a General Meeting HEREBY RESOLVE that the following resolution be passed as a written resolution in accordance with Section 381A of the Companies Act 1985:

ARTICLES OF ASSOCIATION

THAT the Articles of Association of the Company be altered as follows:

Article 4

Deletion of the words "by unanimous decision of" and insertion of the words "by no fewer than 75 per cent of"

Article 60

Deletion of the words "for twelve months, at which time" and insertion of "for such period as the Board shall from time to time determine, at the end of which period"

As set out in the New Articles of Association attached to this Written Resolution.

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On behalf of
Hodge Equity Release

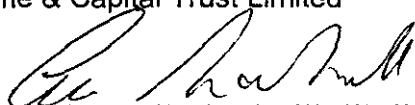
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On behalf of
G E Life Limited

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On behalf of
AMP Retirement Services

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On behalf of
Stroud and Swindon Building Society

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On behalf of
BPT Bridgewater (Home Reversions) Limited

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On behalf of
Home & Capital Trust Limited

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On behalf of
Northern Rock plc

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On behalf of
Legal & General Mortgages

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On behalf of
Allchurches Life Assurance Limited

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On behalf of
Abbey National plc

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On behalf of
Norwich Union Equity Release Limited

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On behalf of
Key Retirement Solutions Limited

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On behalf of
Portman Building Society

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On behalf of
National Counties Building Society