



FILE COPY

**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 2958406

The Registrar of Companies for England and Wales hereby certifies that

BARCLAYS XANSA PARTNERSHIP LIMITED

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

BARCLAYS STERIA PARTNERSHIP LIMITED

Given at Companies House on **1st April 2008**



C02958406



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Barclays Xansa Partnership Limited
(Company Number 02958406)

100042

Written Resolution of the Shareholders of Barclays Xansa Partnership Limited
dated 28 March 2008

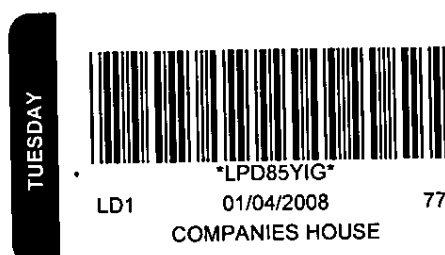
We, the undersigned, being a member of the Company who is at the date hereof entitled to attend and vote at a general meeting of the Company, hereby pass the following resolution in writing (such resolution to have effect as a special resolution) pursuant to sections 283 and 288 of the Companies Act 2006

THAT with effect from Tuesday, 1 April 2008 the name of the Company be changed to

Barclays Steria Partnership Limited

For and on behalf of

Frances Niven
As Attorney
Barclays Bank PLC





Barclays Xansa Partnership Limited
(Company Number 02958406)

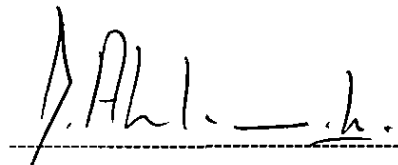
**Written Resolution of the Shareholders of Barclays Xansa Partnership Limited
dated 28 March 2008**

We, the undersigned, being a member of the Company who is at the date hereof entitled to attend and vote at a general meeting of the Company, hereby pass the following resolution in writing (such resolution to have effect as a special resolution) pursuant to sections 283 and 288 of the Companies Act 2006

THAT with effect from Tuesday, 1 April 2008 the name of the Company be changed to

Barclays Steria Partnership Limited

For and on behalf of



Xansa UK Limited

