



FILE COPY

**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 3217599

The Registrar of Companies for England and Wales hereby certifies that

RUFFLER BANK NOMINEES LIMITED

having changed its name, is now incorporated under the name of

ALDERMORE BANK NOMINEES LIMITED

Given at Companies House on **5th September 2009**



C032175994



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES

004984/10

COMPANY NUMBER 03217599

PRIVATE COMPANY LIMITED BY SHARES

RESOLUTION

of

RUFFLER BANK NOMINEES LIMITED

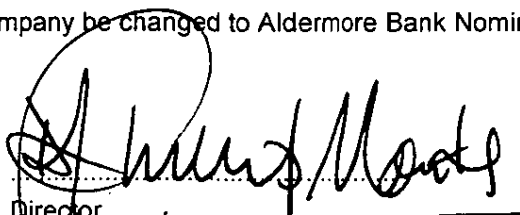
Passed on the 1 day of September 2009

The undersigned being the sole member of the above named company (the Company) who at the date of this Resolution is entitled to receive notice of and attend and vote at a general meeting of the Company convened for the purpose of considering and passing the Resolution set out below passes the following Resolution which shall pursuant to Section 288 of the Companies Act 2006 be as valid and effective for all purposes as if the same had been duly passed at a general meeting of the Company duly convened and held.


Special Resolution

It is hereby resolved that the name of the Company be changed to Aldermore Bank Nominees Limited.

Signed for and on behalf of
ALDERMORE BANK PLC
Date


Director
01/09/09

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


MARTIN-KAYE SOLICITORS
The Foundry
Euston Way 2/9/09
Telford

