

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 3254819

The Registrar of Companies for England and Wales hereby certifies that

HTT FINANCE LIMITED

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

POLAR CAPITAL TECHNOLOGY TRUST LIMITED

Given at Companies House, London, the 20th March 2001



C03254819J

A handwritten signature in black ink, likely of the Registrar of Companies.

For The Registrar Of Companies



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

S/day £100
NIC.
CAUHS 050426

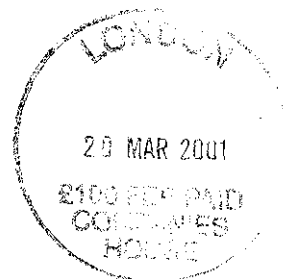
Company Number: 3254819

The Companies Act 1985

Company Limited By Shares

Written Resolution
of

HTT Finance Limited



The following resolution was duly passed by the Company's sole share holder in writing on 8 March 2001:

That the name of the company be changed to Polar Capital Technology Trust Limited

For and on behalf of
Henderson Technology Trust Plc

B Ashford Russell
Director

Certified a true copy.

Neil Taylor

*For & on behalf of
Polar Capital Secretarial Services Ltd.
Corporate Secretaries.*

