

**FILE COPY**



**CERTIFICATE OF INCORPORATION  
ON CHANGE OF NAME**

Company No. 3262598

The Registrar of Companies for England and Wales hereby certifies that

ORCHARD CAPITAL MANAGEMENT LIMITED

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

BLUEBAY ASSET MANAGEMENT LIMITED

Given at Companies House, London, the 9th August 2001



\*C032625988\*

*Asah*

For The Registrar Of Companies



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

51 Day £80  
NIC  
NW 13569



Company number  
3262598

**THE COMPANIES ACT 1985**  
**COMPANY LIMITED BY SHARES**  
**WRITTEN RESOLUTION**  
**OF**  
**ORCHARD CAPITAL MANAGEMENT LIMITED**

We, the undersigned, being the holders of all the issued share capital of the Company, pass the following resolution, by way of written resolution pursuant to article 68 of the Company's articles of association, as if it were a special resolution passed at a general meeting of the Company:

"THAT the name of the Company be changed to BlueBay Asset Management Limited."

.....  
Hugh John Ramsay Willis

9 August, 2001  
.....  
Date

.....  
Mark Nicholas John Poole

9 August, 2001  
.....  
Date

.....  
For and on behalf of  
Barclays Bank PLC

.....  
Date

.....  
For and on behalf of  
Shinsei Bank, Ltd.

.....  
Date



CO:863744.1