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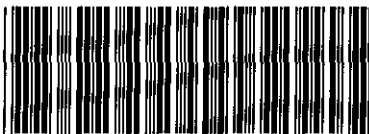
**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 3335872

The Registrar of Companies for England and Wales hereby certifies that
CHARTERHOUSE PROPERTY FUNDS (HOLDING) LIMITED

having by special resolution changed its name, is now incorporated
under the name of
HSBC PROPERTY FUNDS (HOLDING) LIMITED

Given at Companies House, Cardiff, the 19th August 2003



C03335872I



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House

— for the record —

HC006B

200908

**CHARTERHOUSE PROPERTY FUNDS (HOLDING)
LIMITED**

Company No: 3335872

The Companies Act 1985

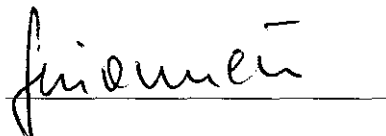
The following Written Resolution was duly passed in accordance with Section 381A of the Companies Act 1985 on 30 July 2003 by HSBC Specialist Investments Limited, the holder of the entire issued share capital of the Company having the right to receive notice of, attend and vote at General Meetings, as valid and effective as if it had been passed at general meeting of the Company duly convened and held:

Special Resolution

1. *THAT the name of the company be changed to:*

HSBC Property Funds (Holding) Limited

Passed on: 30 July 2003



Director



A25
COMPANIES HOUSE

0194
16/08/03