

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 3456361

The Registrar of Companies for England and Wales hereby certifies that

OLD MUTUAL INTERNATIONAL HOLDINGS (UK) PLC

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

OLD MUTUAL FINANCIAL SERVICES (UK) PLC

Given at Companies House, London, the 31st March 2000



C03456361U

N. Richards.
MR. N. RICHARDS

For The Registrar Of Companies



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

Company No: 3456361

OLD MUTUAL INTERNATIONAL HOLDINGS (UK) PLC



The following Resolution was passed as a **Special Resolution** at the Extraordinary General Meeting of the Company held at 3rd Floor Lansdowne House, 57 Berkeley Square, London W1X 5DH on 31 March 2000 at 10.00 a.m.

Special Resolution

That the name of the company be changed to **Old Mutual Financial Services (UK) plc.**

Dated: 31 March 2000

A handwritten signature in black ink, appearing to be 'M. R. H. J.', written over a horizontal line.

Chairman

N/C London
S/DAY
NW = 100878
£100.00