

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 3492137

The Registrar of Companies for England and Wales hereby certifies that

QUANTUM UNDERWRITERS LIMITED

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

PROFESSIONAL UNDERWRITERS FOR LIFE AND SPECIAL
EXPENSES LIMITED

Given at Companies House, London, the 29th January 1998



C03492137S

L. Barnes
MRS. L. BARNES

For The Registrar Of Companies



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

QUANTUM UNDERWRITERS LIMITED

85, Gracechurch Street, London EC3V 0AA
Fax: 0171-626-6345 Tel: 0171-626-6125

IN THE MATTER OF THE COMPANIES ACTS 1985 - 1989



QUANTUM UNDERWRITERS LIMITED

COMPANY NUMBER 3492137

AMN.

Written Resolution

I, the undersigned, am the only holder of the issued ordinary shares in the capital of the Company at the date of this Resolution and as such am entitled to attend and vote at general meetings of the members, I hereby resolve with effect from the time of the passing of this Resolution that *Written*

"The Company's name be changed to Professional Underwriters for Life and Special Expenses Limited".


Simon David Winston Johnson

Date this *29th* day of January 1998

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N/c £100//
MB 100002
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