

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 3636853

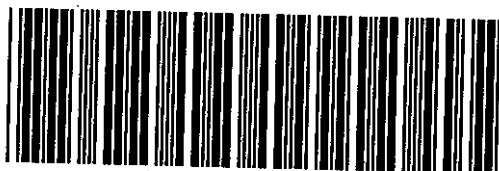
The Registrar of Companies for England and Wales hereby certifies that

BROADHEATH INVESTMENTS LIMITED

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

INVESTEC GROUP (UK) LIMITED

Given at Companies House, London, the 19th January 1999



C03636853I

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 Number : 3636853

The Companies Act 1985
COMPANY LIMITED BY SHARES
SPECIAL RESOLUTION
OF

BROADHEATH INVESTMENTS LIMITED

(Pursuant to Section 378 of the Companies Act 1985)

Passed on 19th January 1999



On 19th of January 1999 the following was duly passed as a Special Resolution:

THAT with the sanction of the Department of Trade the name of the Company be changed to:

“ Investec Group (UK) Limited ”

with immediate effect.

A handwritten signature in black ink, appearing to read 'R. Vardy', with a long horizontal line extending to the right.

Richard John Vardy
Director

NIC £100
Investec 501345
SIDAY
London.