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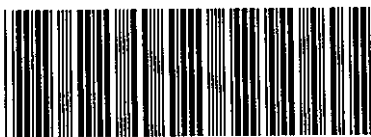
**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 3643783

The Registrar of Companies for England and Wales hereby certifies that
NFU MUTUAL INTERMEDIARY COMPANY LIMITED

having by special resolution changed its name, is now incorporated
under the name of
NFU MUTUAL INSURANCE SERVICES LIMITED

Given at Companies House, Cardiff, the 18th March 1999



C03643783H



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



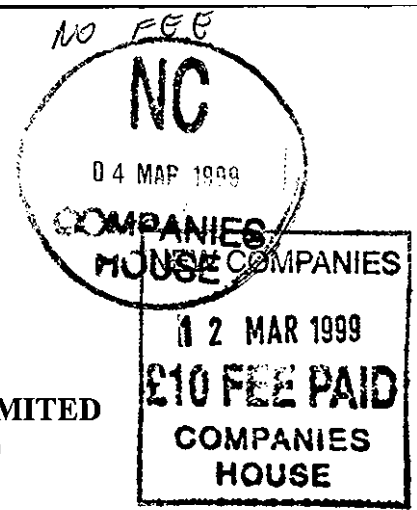
C O M P A N I E S H O U S E

HC006B

09597 CGS.

165298

No: 3643783



THE COMPANIES ACT 1985

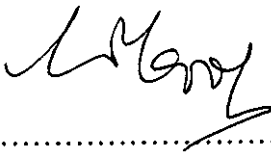
**NFU MUTUAL INTERMEDIARY COMPANY LIMITED
(FORMERLY INGLEBY (1158) LIMITED)**

WRITTEN RESOLUTION

We, being all the members entitled to attend and vote at general meetings of the Company, hereby resolve and agree that the following resolution shall take effect as a Special Resolution pursuant to and in accordance with Section 381A of the Companies Act 1985:

SPECIAL RESOLUTION

THAT the name of the Company be changed with immediate effect from "NFU Mutual Intermediary Company Limited" to "NFU Mutual Insurance Services Limited".


..... Company Secretary
For and on behalf of
NFU Mutual Management Company Limited

Dated

26th February 1999

