

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 3663932

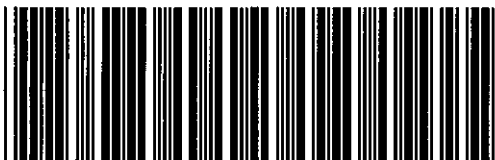
The Registrar of Companies for England and Wales hereby certifies that

NATIONAL AUSTRALIA SAVINGS LIMITED

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

MLC SAVINGS LIMITED

Given at Companies House, London, the 12th November 2001



C03663932B

A handwritten signature in cursive script, appearing to read 'Ashah'.

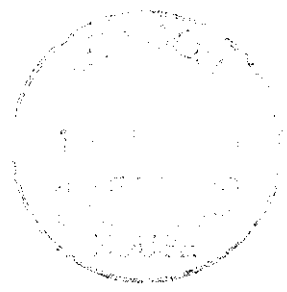
For The Registrar Of Companies



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

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No: 3663932



THE COMPANIES ACT 1985

RESOLUTION IN WRITING

of

NATIONAL AUSTRALIA SAVINGS LIMITED

(the "Company")

PURSUANT TO SECTION 381A COMPANIES ACT 1985

WE, the undersigned, being at the date of this Resolution all of the members of the Company entitled to attend and vote at a general meeting of the Company, HEREBY RESOLVE:

SPECIAL RESOLUTION

THAT the name of the Company be changed to MLC Savings Limited.

Shareholder

Signature

Date 12th November 2001

National Europe Holdings
(Wealth Management) Limited

E. J. J. J.

National Australia Group Europe Limited

E. J. J. J.

This is a record made in accordance with
section 382A Companies Act 1985

[Signature]
Secretary

nasl name change resolution Nov 2001

