

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 3704031

The Registrar of Companies for England and Wales hereby certifies that

MACQUARIE EQUITIES (UK) LIMITED

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

MACQUARIE EUROPE LIMITED

Given at Companies House, London, the 24th November 2003



C03704031N



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House
— for the record —

MACQUARIE EQUITIES (UK) LIMITED ("the Company")

Company Number: 3704031

WRITTEN RESOLUTION of the SOLE MEMBER of the Company



Pursuant to the provisions of Section 381A of the Companies Act 1985, the following is a Resolution in writing signed by the Sole Member for the time being of the Company entitled to receive notice of and to attend and vote at General Meetings of the Company and shall for all purposes be as valid and effective as if the same had been passed as a Special Resolution and as an Ordinary Resolution respectively, at a General Meeting of the Company duly convened and held.

As a Special Resolution:

It is RESOLVED that the name of the company be changed from Macquarie Equities (UK) Limited to Macquarie Europe Limited.

As an Ordinary Resolution:

It is RESOLVED that the company adopt the business name of Macquarie Equities.

Dennis Leong

18 November 2003

Date

Duly authorised signatory for Macquarie European Holdings Pty Limited

