

FILE COPY



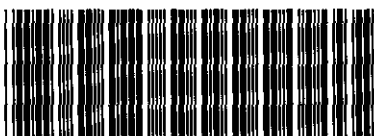
**CERTIFICATE OF INCORPORATION  
ON CHANGE OF NAME**

Company No. 4304002

The Registrar of Companies for England and Wales hereby certifies that  
R SOLUTIONS LIMITED

having by special resolution changed its name, is now incorporated  
under the name of  
REINSURANCE FINANCE MANAGEMENT LIMITED

Given at Companies House, Cardiff, the 14th July 2005



\*C04304002D\*



THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES



*Companies House*

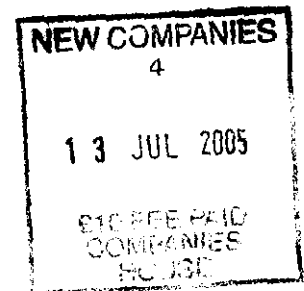
— for the record —

000549/16

R SOLUTIONS LTD

(Registered in England – No 4304002)

WRITTEN RESOLUTION



We, the undersigned, being all the members of the Company who are at the date hereof entitled to attend and vote at a general meeting of the Company hereby pass the following resolution in writing pursuant to section 381A of the Companies Act 1985 (as amended):

THAT:

The Company change its name to REINSURANCE FINANCE MANAGEMENT LIMITED.

Dated this 6th day of July 2005

A handwritten signature in black ink, appearing to be 'A. J. J.', written over a horizontal line.

for and on behalf of  
Randall & Quilter Investment Holdings Limited



CERTIFIED TO BE A TRUE COPY

A handwritten signature in black ink, appearing to be 'J. J.', written over a horizontal line.

COMPANY SECRETARY.