

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 4611463

The Registrar of Companies for England and Wales hereby certifies that

BANQUO CREDIT MANAGEMENT LIMITED

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

BANQUO CREDIT MANAGEMENT (2) LIMITED

Given at Companies House, London, the 18th March 2004



C04611463H



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House

— for the record —

172878



Company number

04611463

THE COMPANIES ACT 1985
COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION

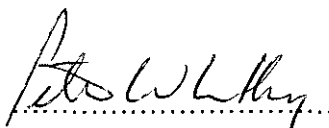
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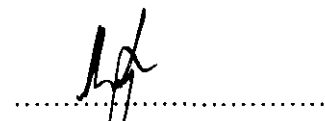
BANQUO CREDIT MANAGEMENT LIMITED

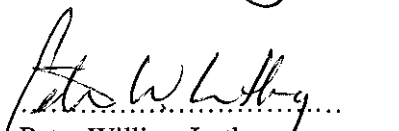
In accordance with article 5.5 of the Company's articles of association, we the undersigned, being the holders of all of the issued share capital of the Company, passed the following written resolution:

SPECIAL RESOLUTION

That the name of the Company be changed to Banquo Credit Management (2) Limited.


Peter William Luthy


Kevin Peter Regan


Peter William Luthy
For and on behalf of
Banquo Management Limited

Date: 17th March, 2004

