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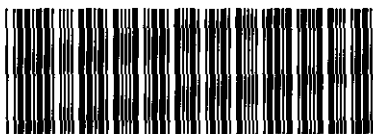
**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 5258579

The Registrar of Companies for England and Wales hereby certifies that
MORLAND CONSULTANTS LIMITED

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

Given at Companies House, Cardiff, the 7th December 2004



C052585796



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House
— for the record —

Number of
Company

5258579

The Companies Act 1985

COMPANY LIMITED BY SHARES

Written Resolution

(Pursuant to s. 381A of the Companies Act 1985)

OF

MORLAND CONSULTANTS LIMITED



Passed 29TH NOVEMBER 2004

The following Resolution was agreed to by all members entitled to attend and vote at General Meetings of the Company and signed by or on behalf of the last such member on the 29TH NOVEMBER day of 2004

RESOLUTION

THAT THE NAME OF THE COMPANY BE AND IS CHANGED TO;
KINGSWAY FINANCE CORPORATION LIMITED

Signature

To be signed by the
Chairman, a Director, or
the Secretary of the
Company.

NOTE. —Where the Resolution would, had it not been agreed to by all members, have been passed as a Special, Extraordinary or Elective Resolution, it must be filed, within 15 days after the date thereof.

[P.T.O.]

- NOTES. — 1. The date of the Resolution is the date when it is signed by or on behalf of the last member to sign.
2. The Registrar of Companies is prepared to accept copy resolutions or agreements if produced to a standard which is legible and can be reproduced to an adequate standard for presentation to the public in microfiche or photocopied format.