

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 5311148

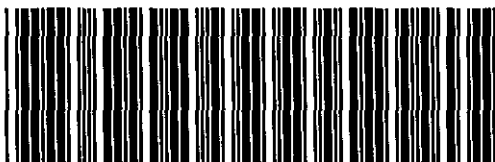
The Registrar of Companies for England and Wales hereby certifies that

LAWGRA (NO.1131) LIMITED

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

THE ACCESS FUND GENERAL PARTNER LIMITED

Given at Companies House, London, the 22nd February 2005



C05311148L



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House
— for the record —

752999
Company Number: 5311148



THE COMPANIES ACTS 1985 AND 1989

COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

OF

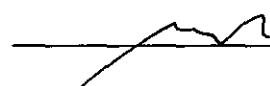
LAWGRA (NO. 1131) LIMITED

DATED 22 February 2005

We, the undersigned, being the sole Member for the time being of the above-named Company entitled to receive notice of and to attend and vote at general meetings HEREBY PASS the subjoined resolution as a written resolution of the Company in accordance with section 381A of the Companies Act 1985 which resolution shall for all purposes be as valid and effective as if the same had been passed at a general meeting of the Company duly convened and held:

WRITTEN RESOLUTION

"THAT the name of the Company be changed to **"THE ACCESS FUND GENERAL PARTNER LIMITED"** with effect from the date on which the Certificate of Incorporation on Change of Name is issued."


Authorised Signatory
LAWGRAM DIRECTORS LIMITED
Sole Member

