

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 6262881

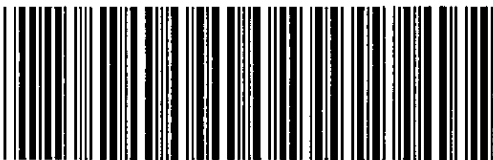
The Registrar of Companies for England and Wales hereby certifies that

CROSSCO (1033) LIMITED

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

EQUITY RELEASE (INCREMENTS) NOMINEES NO. 2 LIMITED

Given at Companies House, Cardiff, the 20th July 2007



C06262881J



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



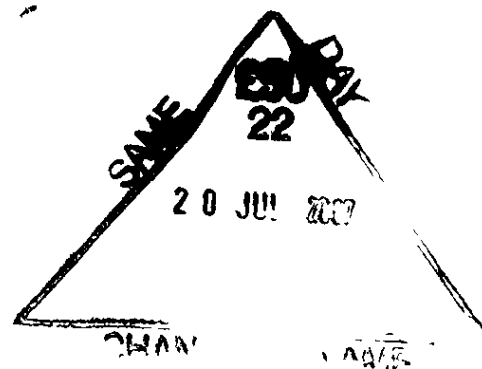
Companies House

— for the record —

396011/200

COMPANY NUMBER 6262881

THE COMPANIES ACT 1985
COMPANY LIMITED BY SHARES
WRITTEN RESOLUTIONS
OF
CROSSCO (1033) LIMITED



passed on 18 July 2007

Pursuant to regulation 53 of Table A in the Schedule to the Companies (Tables A-F) Regulations 1985 (which forms part of the articles of association of the Company), we the undersigned being all the members of the Company for the time being entitled to receive notice of and to attend and vote at general meetings of the Company hereby unanimously pass the following resolutions as written resolutions and agree that the said resolutions 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 RESOLUTIONS

- 1 That the name of the Company be changed to "Equity Release (Increments) Nominees No 2 Limited"
- 2 That the regulations contained in the printed document attached to this resolution be and the same are hereby approved and adopted as the articles of association of the Company in substitution for and to the exclusion of the existing articles of association of the Company

A.J. Bellis
for Prime Director Limited
18 July 2007



WE CERTIFY THAT THIS IS A TRUE
COPY OF THE ORIGINAL DOCUMENT
Dickinson Dees LLP
DICKINSON DEES LLP 18/7/07