

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 6389309

The Registrar of Companies for England and Wales hereby certifies that

HENDERSON ENTITY TWO LIMITED

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

HENDERSON ASSET MANAGEMENT LIMITED

Given at Companies House, London, the 5th October 2007



C063893094



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House

— for the record —

164924/300

Notice of Resolutions
Henderson Entity Two Limited
("the Company")
(Company Number 06389309)



Pursuant to Section 288 of the Companies Act 2006, the following written resolution was duly passed on 5 October 2007

Special Resolution

THAT the name of the Company be changed to Henderson Asset Management Limited

Signature

A handwritten signature in black ink, appearing to read 'Matt Ruler', written over a horizontal line.

For and on behalf of Henderson Secretarial Services Limited

Company Secretary

Date 5 October 2007



LZE3WTJ9

LDI

05/10/2007

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COMPANIES HOUSE