



**FILE COPY**

**CERTIFICATE OF INCORPORATION  
ON CHANGE OF NAME**

Company No. 6652620

The Registrar of Companies for England and Wales hereby certifies that

**WATONDALE LIMITED**

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

**AON BENFIELD HOLDINGS LIMITED**

Given at Companies House on **16th September 2008**



**\*C06652620F\***



*Companies House*  
— for the record —



THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES

CHACE/50

Company No. 6652620

THE COMPANIES ACT 2006



PRIVATE COMPANY LIMITED BY SHARES

**RESOLUTION IN WRITING**

of

**WATONDALE LIMITED**

(the "Company")

Clifford Chance Nominees Limited, being the sole member of the Company who at the circulation date of this resolution would have been entitled to vote on the resolution, RESOLVES, in accordance with Chapter 2, Part 13 of the Companies Act 2006 to pass the following as a written resolution

**SPECIAL RESOLUTION**

THAT the Company's name be changed to Aon Benfield Holdings Limited

SIGNATURE

for and on behalf of Clifford Chance Nominees Limited

DATE

12/9/2008.

TUESDAY



LD1 \*LHXD836T\* 16/09/2008 38  
COMPANIES HOUSE

## Notes

- 1 The circulation date of this resolution is 12 September 2008. This resolution has been sent to eligible members who would have been entitled to vote on the resolution on this date. Only such eligible members (or persons duly authorised on their behalf) should sign this resolution.
- 2 An eligible member can signify its agreement to the resolution by signing the resolution and by delivering a copy of the signed resolution to an officer of the Company by hand.
- 3 This resolution must be passed by 9 October 2008. If the resolution is not passed by such date they will lapse. The agreement of a member to the resolution is ineffective if signified after this date.