



FILE COPY

CERTIFICATE OF INCORPORATION ON RE-REGISTRATION OF A PUBLIC COMPANY AS A PRIVATE COMPANY

Company No. 8066434

The Registrar of Companies for England/Wales hereby certifies that

F&C BARROW HANLEY US TRUST PLC

formerly registered as a public company has this day been re-registered under the Companies Act 2006 as a private company is now incorporated under the name of

F&C BARROW HANLEY US TRUST LIMITED

and that the company is limited by shares.

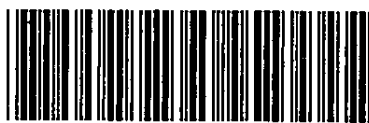
Its registered office is situated in England/Wales.

Given at Companies House on 11th June 2013



Companies House

TUESDAY



R2AC3LC1

RM

11/06/2013

#113

COMPANIES HOUSE



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES