

No. 85610

THE COMPANIES ACT 1985

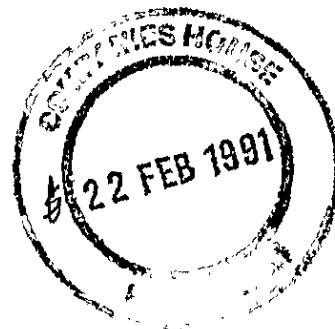
PRIVATE COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION

of

FS INVESTMENT MANAGERS LIMITED

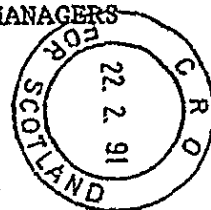
Passed on 20th February, 1991



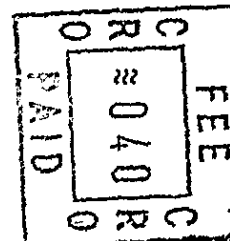
At an Extraordinary General Meeting of the above-named Company duly convened and held at 190 West George Street, Glasgow on 20th February, 1991 the following Resolution was duly passed as a Special Resolution:-

SPECIAL RESOLUTION

'THAT the name of the Company be changed to BRITANNIA LIFE UNIT MANAGERS LIMITED'.



*[Signature]* Director





**CERTIFICATE OF INCORPORATION  
ON CHANGE OF NAME**

Company Number

**85610**

I hereby certify that

**FS INVESTMENT MANAGERS LIMITED**

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

**BRITANNIA LIFE UNIT MANAGERS LIMITED**

Signed at Edinburgh

**1 MARCH 1991**

A handwritten signature in black ink, appearing to read 'H. Kenton', written over the printed name of the Registrar of Companies.

Registrar of Companies