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

Company No. 157875

The Registrar of Companies for Scotland hereby certifies that

EDINBURGH FUND MANAGERS GROUP LIMITED

formerly registered as a public company has this day been re-registered under the Companies Act 1985 as a private company, and that the company is limited.

Given at Companies House, Edinburgh, the 29th June 2004



The Registrar Of Companies

