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ECCLESIASTICAL INSURANCE OFFICE LIMITED

EXTRACT from Minutes of a Board Meeting duly convened and held on Wednesday,
22nd April 1981, Mr A W Grant, Chairman of the Board, in the Chair.

It was Resolved:-

"THAT the Company's Memorandum of Association be altered so that it states that the Company is to be a public company and so that it shall be in the form set out in Part I of Schedule I to the Companies Act 1980 and accordingly that the memorandum contained in the printed document submitted to the meeting and for the purpose of identification signed by the Chairman thereof be and it is hereby adopted as the Memorandum of Association of the Company in substitution for and to the exclusion of the existing Memorandum of Association; and,

THAT the Company be re-registered as a public company."

Certified true and correct

Chairman

.....*A W Grant*.....

Secretary

.....*A J. Gumpel*.....

204. 1981