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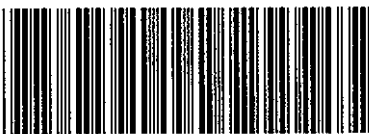
**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 1690781

The Registrar of Companies for England and Wales hereby certifies that
BLACK HORSE FINANCIAL SERVICES LIMITED

having by special resolution changed its name, is now incorporated
under the name of
LLOYDS TSB FINANCIAL CONSULTANTS LIMITED

Given at Companies House, Cardiff, the 28th June 1999



C01690781R



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



C O M P A N I E S H O U S E

HC006B

000231

Company Number: 1690781

THE COMPANIES ACT 1985

PRIVATE COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION

OF

THE SOLE MEMBER

OF

BLACK HORSE FINANCIAL SERVICES LIMITED

DATED 8th JUNE 1999

Pursuant to section 381A of the Companies Act 1985, the sole member of the company, resolved as a special resolution:

“That the name of the company be changed to Lloyds TSB Financial Consultants Limited with effect from 28th June, 1999.”



Secretary

