

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 1760957

The Registrar of Companies for England and Wales hereby certifies that
G.D. WHITE (LIFE AND PENSIONS) LIMITED

—
having by special resolution changed its name, is now incorporated
under the name of
G D WHITE (INDEPENDENT FINANCIAL ADVISERS) LIMITED

Given at Companies House, Cardiff, the 1st February 1995



C01760957B

G. W. Jones
G. W. Jones

For the Registrar of Companies

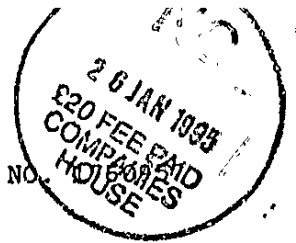


C O M P A N I E S H O U S E

HC006B

COMPANIES ACT 1985
COMPANY LIMITED BY SHARES

COMPANY NO.



SPECIAL RESOLUTION

OF

G D WHITE (LIFE & PENSIONS) LIMITED

Passed the 10th Day of January 1995

At an Extraordinary General Meeting of the Company, duly convened and held at 1 Fernwood House, 45/47 London Road, Cowplain, Portsmouth PO8 8DJ the following Resolutions were duly passed as SPECIAL RESOLUTIONS of the Company viz.

RESOLUTIONS

1. That, subject to the consent of the Secretary of State for Trade and Industry, the name of the company be changed to :--

G D WHITE (INDEPENDENT FINANCIAL ADVISERS) LIMITED

2. That Clause 1 of the Memorandum of Association be amended accordingly.

.....
CHAIRMAN

