

FILE COPY



**CERTIFICATE OF INCORPORATION  
ON CHANGE OF NAME**

Company No. 2558509

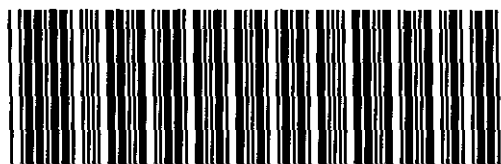
The Registrar of Companies for England and Wales hereby certifies that

AQUIS BANK LIMITED

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

VANQUIS BANK LIMITED

Given at Leeds, the 3rd January 2003



\*C025585092\*



THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES



*Companies House*  
— for the record —

Company No. 2558509



THE COMPANIES ACTS 1985 AND 1989

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION


of

AQUIS BANK LIMITED

We, being all the members of the Company, who at the date of this resolution are entitled to attend and vote at general meetings of the Company, hereby unanimously **RESOLVE** that the following resolution be passed as a written resolution having effect as a special resolution of the Company in accordance with section 381A Companies Act 1985 and agree that the said resolution shall for all purposes be as valid and effective as if the same had been passed at a separate meeting of the holders of shares of the Company duly convened and held:

SPECIAL RESOLUTION

1. THAT the name of the Company be changed to "Vanquis Bank Limited".

Signed   
Rosamond J Marshall Smith  
For and on behalf of Provident Financial plc

Date 2 January 2003

Signed   
Rosamond J Marshall Smith

Date 2 January 2003

016573

