

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 2606646

The Registrar of Companies for England and Wales hereby certifies that

HENDERSON PRIVATE CAPITAL LIMITED

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

HENDERSON EQUITY PARTNERS LIMITED

Given at Companies House, London, the 15th September 2006



C02606646E



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House

— for the record —

Registered Number: 2606646



THE COMPANIES ACT 1985
COMPANY LIMITED BY SHARES

RESOLUTION
OF
HENDERSON PRIVATE CAPITAL LIMITED

Passed on 14 September 2006

At the Extraordinary General Meeting duly convened and held on 14 September 2006 the following Resolution was duly passed as a Special Resolution

IT WAS RESOLVED that the name of the Company be changed to Henderson Equity Partners Limited.

A handwritten signature in black ink, appearing to be 'W J King'.

W J King
For and on behalf of
Henderson Secretarial Services Limited
Secretary

