

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 6289788

The Registrar of Companies for England and Wales hereby certifies that

THE LAW DEBENTURE (NO. 12) PENSION TRUST CORPORATION

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

THE LAW DEBENTURE (SAPP) PENSION TRUST CORPORATION

Given at Companies House, London, the 5th November 2007



C062897884



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House
— for the record —

00633

Company No.: 6289788



THE COMPANIES ACT 1985 TO 1989

UNLIMITED COMPANY HAVING A SHARE CAPITAL

ELECTIVE RESOLUTIONS OF THE LAW DEBENTURE (NO. 12) PENSION TRUST CORPORATION

At an Extraordinary General Meeting of the members of the above-named company, duly convened and held at Fifth Floor, 100 Wood Street, London EC2V 7EX on Friday 2 November 2007 the following resolutions were passed by agreement, in person or by proxy, of all the members entitled to attend and vote at the meeting:

1 SPECIAL RESOLUTION

THAT the name of the Company be changed from THE LAW DEBENTURE (NO 12) PENSION TRUST CORPORATION to "THE LAW DEBENTURE (SAPP) PENSION TRUST CORPORATION"

2 ELECTIVE RESOLUTIONS

- (i) THAT pursuant to S366A of the Companies Act 1985, the Company hereby elects to dispense with the holding of annual general meetings in 2007 and subsequent years (until this election is revoked)
- (ii) THAT pursuant to S252 of the Companies Act 1985, the Company hereby elects to dispense with the laying of accounts and reports before the company in general meeting
- (iii) THAT pursuant to S386 of the Companies Act 1985, the Company hereby elects to dispense with the obligation to appoint auditors annually

A handwritten signature in black ink, appearing to be 'J. Jones' or similar, written over a horizontal line.

Law Debenture Corporate Services Limited
Secretary