

FILE COPY

CERTIFICATE OF INCORPORATION ON CHANGE OF NAME

Company No. 3234

The Registrar of Companies for Scotland hereby certifies that

BRITISH LIFE OFFICE LIMITED (THE)

having changed its name, is now incorporated under the name of

BURGESSES LIMITED

Given at Companies House on 22nd September 2009



CSC003234L







PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

THE BRITISH LIFE OFFICE LIMITED (in the course of changing its name to Burgesses Limited)

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the "2006 Act"), the directors of the Company propose that the following resolution (the "Resolution") is passed as a special resolution:

SPECIAL RESOLUTION

(1) THAT the name of the Company be changed to Burgesses Limited.

AGREEMENT

Please read the notes at the end of this document before signifying your agreement to the Resolution.

I, the undersigned, being the sole member of the Company entitled to vote on the Resolution within the meaning of section 289(1) of the 2006 Act on 4 Julius 2009 (the "Circulation Date"), hereby irrevocably agree to the Resolution:

Name of Shareholder Signature

Date

4 September 2007

Sara-Ann Burgess

NOTES

1. If you agree with the Resolution, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company.

If you do not agree to the Resolution, you do not need to do anything: you will not be deemed to agree if you fail to reply.

- 2. Once you have indicated your agreement to the Resolution, you may not revoke your agreement.
- 3. Unless, by 28 days beginning with the Circulation Date, sufficient agreement has been received for the Resolution to pass, it will lapse. If you agree to the Resolution, please ensure that your agreement reaches us before or during this date.
- 4. In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company. Seniority is determined by the order in which the names of the joint holders appear in the register of members.
- 5. If you are signing this document on behalf of a person under a power of attorney or other authority please send a copy of the relevant power of attorney or authority when returning this document.



SCT 18,

18/09/2009 3 COMPANIES HOUSE

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