



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 55597

The Registrar of Companies for Scotland hereby certifies that

HARDIKER (INSURANCE SERVICES) LIMITED

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

HARDIE CALDWELL FINANCIAL SOLUTIONS LTD.

Given at Companies House, Edinburgh, the 30th December 2004

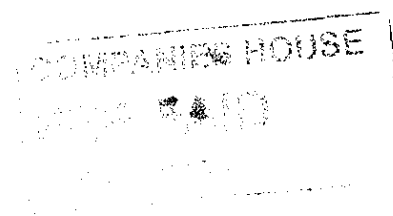


CSC055597T



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES

SPECIAL RESOLUTION ON CHANGE OF NAME
COMPANIES ACTS



COMPANY NUMBER SC 055597

COMPANY NAME HARDIKER (INSURANCE SERVICES) LIMITED

At an Extraordinary General * / ~~Annual General~~ / ~~General~~ * Meeting of the members of the above named company, duly convened and held at:

CITY POINT 2, 25 TYNDALM STREET,
GLASGOW G4 0JY

on the FOURTEENTH day of DECEMBER 2004

The following Special Resolution was duly passed:

That the name of the Company be changed to:

NEW NAME HARDIE CALDWELL FINANCIAL SOLUTIONS LTD.

Signature: *James A. Paterson*
Chairman, Director, Secretary or Officer of the Company



Notes:

- The resolution must be delivered to Companies House within 15 days of it being passed.
- A £10 fee is required to change the name (cheques made payable to "Companies House").
- Have you checked whether the new name is available at www.companieshouse.gov.uk ?
- Please provide the name and address to which the certificate is to be sent.