

**FILE COPY**



**CERTIFICATE OF INCORPORATION  
ON CHANGE OF NAME**

Company No. 129250

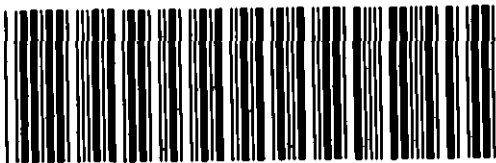
The Registrar of Companies for Scotland hereby certifies that

PHOENIX LIFE ASSURANCE LIMITED

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

ALBA LIFE INVESTMENT SERVICES LIMITED

Given at Companies House, Edinburgh, the 24th August 2006



\*CSC129250N\*



THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES



*Companies House*

— for the record —

PHOENIX LIFE ASSURANCE LIMITED ('THE COMPANY')

(Company Number SC129250)

WRITTEN RESOLUTION OF THE SOLE MEMBER OF THE COMPANY  
IN LIEU OF A GENERAL MEETING PASSED PURSUANT  
TO REGULATION 53 OF TABLE A WHICH FORMS PART OF  
THE COMPANY'S ARTICLES OF ASSOCIATION

We, the undersigned, being the sole member of the Company entitled to attend and vote at a general meeting of the Company hereby **RESOLVE**:

- 1 **THAT** the name of the Company be changed from "Phoenix Life Assurance Limited" to "Alba Life Investment Services Limited"
- 2 **THAT** the Articles of Association annexed hereto be adopted as the Articles of Association of the Company in substitution for and to the exclusion of the existing Articles of Association of the Company.

*Ken Greenfield*

For and on behalf of Alba Life Limited

Dated 18 August 2006

