

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 19772


The Registrar of Companies for England and Wales hereby certifies that
PROVIDENT LIFE ASSOCIATION LIMITED

having by special resolution changed its name, is now incorporated
under the name of
WINTERTHUR LIFE UK LIMITED

Given at Companies House, Cardiff, the 1st May 1995



C000197720


S. MORGAN (MRS)

For the Registrar of Companies



C O M P A N I E S H O U S E

HC006B

67237/502

19772

Provident Life

Provident Life

Head Office

Provident Way Basingstoke
Hampshire RG21 2SZ
Telephone (01256) 470707
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DX 122361 Basingstoke



'The registered name of Provident Life Association Limited is to be formally changed to Winterthur Life UK Limited with effect from 1 May 1995'.

I certify that the above Special Resolution was unanimously passed at an Extraordinary General Meeting of Provident Life Association Limited held on 9 February 1995.

G J Boutle
Company Secretary

Date: 21/2/95



N/M