

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 6173794

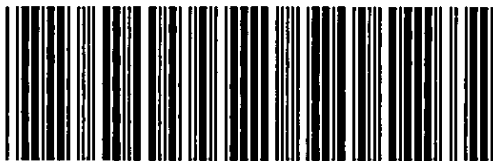
The Registrar of Companies for England and Wales hereby certifies that

IH NEWCO LIMITED

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

ICAP HYDE INTERNATIONAL LIMITED

Given at Companies House, London, the 23rd April 2007



C06173794M



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House
— for the record —

527433



No 6173794

IH NEWCO LIMITED

**Written resolution of the Company pursuant to
section 381A of the Companies Act 1985**

I, being the holder of the entire issued share capital of the Company and being the sole member of the Company who at the date of this resolution would be entitled to attend and vote at a general meeting of the Company, HEREBY PASS the following resolution as written resolution of the Company -

WRITTEN RESOLUTION

THAT the name of the Company be changed to ICAP Hyde International Limited

DA Abrehan

For and on behalf of Intercapital Plc

Dated *19 Apr.* 2007

