



CERTIFICATE OF INCORPORATION
ON RE-REGISTRATION OF PRIVATE COMPANY
AS A PUBLIC COMPANY

Company No. 4402058

The Registrar of Companies for England and Wales hereby certifies that
BROOKS MACDONALD GROUP PLC

formerly registered as a private company has this day been re-registered under the Companies Act 1985 as a public company and that the company is limited.

Given at Companies House, London, the 17th February 2005

WE HEREBY CERTIFY THAT THIS IS
A TRUE AND EXACT COPY OF THE ORIGINAL

Macfarlanes MACFARLANES
10 NORWICH STREET
LONDON EC4A 1BD

Harry Smith
HARRY SMITH

For The Registrar Of Companies



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