



Companies House
— for the record —

001638/50

49(1)

Please complete in typescript,
or in bold black capitals.

CHFP000

Application by a limited company to be re-registered as unlimited



Company Number

5146638

Company Name in full

WILLIS UK INVESTMENTS LIMITED

applies to be re-registered as unlimited.

The following documents are attached in support of this application for the company to be re-registered as unlimited:

1. Signed assents by or on behalf of all the members of the company (Form No. 49(8)(a))
2. [ⓐ]A statutory declaration made by the directors of the company according to section 49(8)(b)) of the Companies Act 1985
3. A printed copy of the company's memorandum incorporating the alterations set out overleaf
4. [ⓑ][A printed copy of the company's articles incorporating the alterations set out overleaf]. ~~Printed articles for registration, the company not having previously registered articles.~~

NOTE:

Alterations in the memorandum and articles should be set out overleaf.

ⓐ A non prescribed form of Statutory Declaration (form No. 49 (8) (b)) is available.

ⓑ Please delete as appropriate.

Nominal share capital (if any) provided for in the articles as altered

ⓐ If the currency is not in Pounds Sterling, please quote the currency used.

ⓐ £

Signed

[Signature]

Date

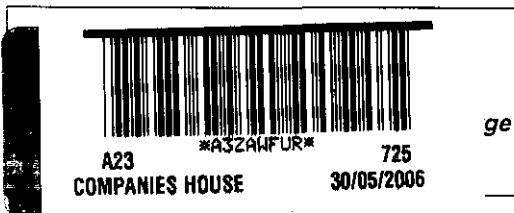
25 May 2006

† Please delete as appropriate.

† a director / secretary

Please give the name, address, telephone number and, if available, a DX number and Exchange of the person Companies House should contact if there is any query.

S. K. BAYANI, TRINITY SQUARE	
LONDON EC3A 3AX	
Tel 0207 8609146	
DX number	DX exchange



When you have completed and signed the form please send it to the Registrar of Companies at:

Companies House, Crown Way, Cardiff, CF14 3UZ DX 33050 Cardiff
for companies registered in England and Wales

or
Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB
for companies registered in Scotland **DX 235 Edinburgh**

Memorandum of Association

1. All references to the Company's name amended to delete the word "Limited".
2. Existing Clauses 4 and 5 deleted.

Articles of Association

1. All references to the Company's name amended to delete the word "Limited"
2. Clause 2 amended to disapply Regulations 32, 34 and 35 of Table A.
3. Clause 7 amended to read: "The Company may by special resolution
 - (a) increase the share capital by such sum to be divided into shares of such larger amount as the resolution may prescribe;
 - (b) consolidate and divide all or any of its share capital into shares of a larger amount than its existing shares;
 - (c) subdivide its shares, or any of them, into shares of a smaller amount than its existing shares;
 - (d) cancel any shares which at the date of the passing of the resolution have not been taken or agreed to be taken by any person; and
 - (e) reduce its share capital and any share premium accounts in any way; except that
 - (f) the Company shall not have power to issue share warrants to bearer"
4. Clause 15 amended so that the words "at least seven clear days' notice" be substituted for the words "at least fourteen clear days' notice" in regulation 38 of Table A 1985.