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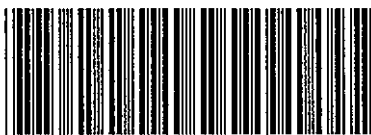
**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 460496

The Registrar of Companies for England and Wales hereby certifies that
M.& B.COACHWORKS LIMITED

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

Given at Companies House, Cardiff, the 3rd October 1997



C004604962


MRS. L. PARRY

For the Registrar of Companies



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

HC006B

Company Number:

460496

THE COMPANIES ACT 1985

COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION

(pursant to S.28 of the Companies Act 1985)

OF: M & B Coachworks Limited

PASSED: 22nd September 1997

At an EXTRAORDINARY GENERAL MEETING of the above-named Company duly convened and held at the registered office

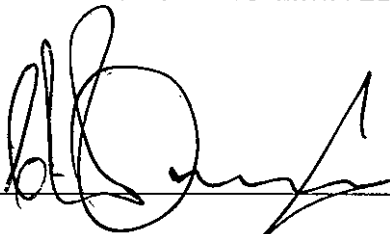
on: 22nd September 1997,

the following Special Resolution was duly passed:

RESOLUTION

That the name of the Company be changed to:

FIRETRACE SYSTEMS LIMITED



C.W. Quick, Chairman

