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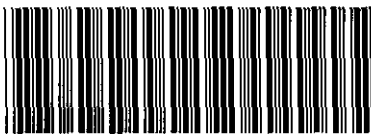
**CERTIFICATE OF INCORPORATION  
ON CHANGE OF NAME**

Company No. 942355

The Registrar of Companies for England and Wales hereby certifies that  
SENIOR AUTOMOTIVE LIMITED

having by special resolution changed its name, is now incorporated  
under the name of  
M&W GRAZEBROOK LIMITED

Given at Companies House, Cardiff, the 18th April 2002



\*C00942355H\*



THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES



*Companies House*  
— for the record —

412071

Company No. 942355

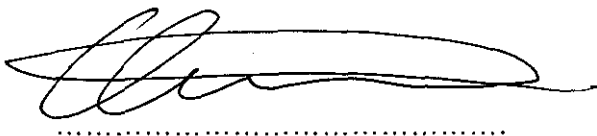
THE COMPANIES ACT 1985

**SPECIAL RESOLUTION**  
**of**  
**SENIOR AUTOMOTIVE LIMITED**

At an Extraordinary General Meeting of the above Company duly convened and held at 59/61 High Street, Rickmansworth, Hertfordshire, WD3 1RH on 10 April 2002 the Resolution set out below was duly passed as a Special Resolution:

SPECIAL RESOLUTION

THAT the name of the Company be changed to M&W GRAZEBROOK LIMITED



.....  
Secretary



A49      \*AZKUGA1E\*      0510  
COMPANIES HOUSE      17/04/02