

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 953198

The Registrar of Companies for England and Wales hereby certifies that
AB ELECTRONIC (1) LIMITED

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

Given at Companies House, Cardiff, the 1st February 2002



C009531980



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House
— for the record —

116214

Registered No: 953198

THE COMPANIES ACT 1985 (AS AMENDED)

COMPANY LIMITED BY SHARES

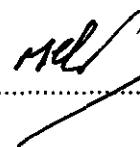
SPECIAL RESOLUTION

AB ELECTRONIC (1) LIMITED
(passed 28 January 2002)

At an Extraordinary General Meeting of AB Electronic (1) Limited held on 28 January 2002 the following resolution was passed as a special resolution:-

SPECIAL RESOLUTION

That the name of the Company be change to MMG MagDev Limited.



Secretary

