

**FILE COPY**



**CERTIFICATE OF INCORPORATION  
ON CHANGE OF NAME**

Company No. 1760288

The Registrar of Companies for England and Wales hereby certifies that  
ILMOR ENGINEERING LIMITED

having by special resolution changed its name, is now incorporated  
under the name of  
MERCEDES-ILMOR LIMITED

Given at Companies House, Cardiff, the 12th February 2003



\*C01760288B\*



THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES



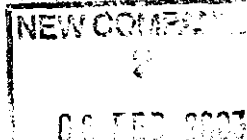
*Companies House*  
— for the record —

HC006B

Co. No.

1460288.

103052  
ILMOR ENGINEERING LIMITED



RESOLUTIONS IN WRITING OF THE SHAREHOLDERS

PURSUANT TO SECTION 381A OF THE

COMPANIES ACT 1985 DATED

9 January 2003

We the undersigned being all of the members of the company having the right to vote at general meetings signify our assent to the passing of the resolutions set out below to the effect that such resolutions shall be deemed to be as effective as if they had been passed at a general meeting of the company duly convened and held.

- 1 It was RESOLVED as a special resolution that the Company change its name to "Mercedes-Ilmor Limited".
- 2 It was RESOLVED as a special resolution that the Company's articles of association be abrogated and replaced with new articles in the form annexed.

.....  
M J Illien



*E A Morgan*  
.....  
E A Morgan *duly appointed attorney of E.A. Morgan.*

*David van Saender*  
.....  
David van Saender as attorney  
For and on behalf of DaimlerChrysler  
UK Holding PLC

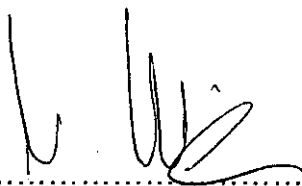
*[Signature]*  
.....  
For and on behalf of Penske Racing  
of Delaware Inc

**ILMOR ENGINEERING LIMITED**  
**RESOLUTIONS IN WRITING OF THE SHAREHOLDERS**  
**PURSUANT TO SECTION 381A OF THE**  
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*9th January 2001*

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