

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 2135419

The Registrar of Companies for England and Wales hereby certifies that
LAND ROVER-LEYLAND INTERNATIONAL HOLDINGS LIMITED

having by special resolution changed its name, is now incorporated
under the name of
LRL INTERNATIONAL HOLDINGS LIMITED

Given at Companies House, Cardiff, the 23rd June 2000



C02135419M



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



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

C006

324828
Company No:- 2135419

THE COMPANIES ACTS 1948 TO 1989

COMPANY LIMITED BY SHARES

LAND ROVER-LEYLAND INTERNATIONAL HOLDINGS LIMITED

At the Extraordinary General Meeting of the above Company held on 15th June, 2000
the following resolution was duly passed as:

SPECIAL RESOLUTION:

THAT the name of the Company be changed to LRL International Holdings
Limited.


CHAIRMAN

