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**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 2197909

The Registrar of Companies for England and Wales hereby certifies that
MSI-JOHN HOLDING LIMITED

having by special resolution changed its name, is now incorporated
under the name of
MSI - QUALITY FORGINGS LIMITED

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



C021979092

R. C. Edwards
R. C. EDWARDS

For the Registrar of Companies



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

HC006B

2197909

THE COMPANIES ACTS 1995 AND 1989

COMPANY LIMITED BY SHARES

RESOLUTION IN WRITING

OF

MSI - JOHN HOLDING LIMITED



In accordance with section 381A of the Companies Act 1985, we, being members of the company which, at the date of this resolution, are entitled to attend and vote at a general meeting of the company, **HEREBY RESOLVE THAT:**

The name of the company be and is hereby changed to "MSI - Quality Forgings Limited".

This written resolution shall take effect as a special resolution of the company.

Signed Muham Bur

Dated 25 APRIL 1997

Signed [Signature] FOR AND ON BEHALF OF M.S. INTERNATIONAL PLC

Dated 25 APRIL 1997