

Company Number: 2329378

THE COMPANIES ACT 1985
COMPANY LIMITED BY SHARES



Special Resolution of APALANTIC LIMITED

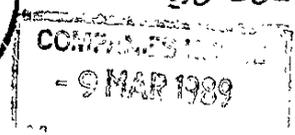
Passed on 6 March 1989

By a resolution in writing signed pursuant to Regulation 53 of Table A of the Companies (Tables A to F) Regulations 1985 as incorporated in the Articles of Association of the Company, by all the members for the time being entitled to receive notice of and attend and vote at general meetings of the Company the following resolution was duly passed as a Special Resolution:

That the name of the Company be changed to The Standard Products Company (Europe) Limited.

I HEREBY CERTIFY that this is a true copy of the Special Resolution so passed on 6 March 1989

Philip [Signature]
Director



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**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

No. 2329378

I hereby certify that

APALANTIC LIMITED

having by special resolution changed its name,

is now incorporated under the name of

**THE STANDARD PRODUCTS COMPANY (EUROPE)
LIMITED**

Given under my hand at the Companies Registration Office,

Cardiff the 21 MARCH 1989

M. Rose
M. ROSE

an authorised officer