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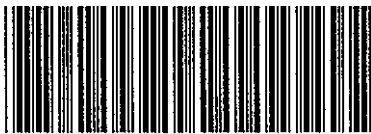
**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 2790991

The Registrar of Companies for England and Wales hereby certifies that
ADWEST AUTOMOTIVE LIMITED

having by special resolution changed its name, is now incorporated
under the name of
ADWEST READING LIMITED

Given at Companies House, Cardiff, the 19th September 1997



C02790991I

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

Company No: 2790991

Companies Act 1985



COMPANY LIMITED BY SHARES

ADWEST AUTOMOTIVE LIMITED

Special Resolution

At an extraordinary general meeting duly convened and held at Headley Road East, Woodley, Reading RG5 4SN on Wednesday, 20 August 1997 at 10.15 am the following resolution was passed as a special resolution of the company:

THAT

The name of the company be changed to "Adwest Reading Limited".

A handwritten signature in dark ink, appearing to be "J. H. H. H.", written over a dotted line.

Chairman

