

13-2



THE COMPANIES ACTS 1985 TO 1989

PEARL PROTECTION LIMITED

(Company Number 3016251)


SPECIAL RESOLUTION

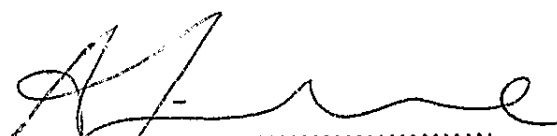
We the undersigned, JL Nominees One Limited and JL Nominees Two Limited, being all the members for the time being of the above-named company, hereby pass the following resolution as a special resolution and agree that this resolution shall, in accordance with Article 53 of Table A (which is incorporated in the articles of association of the company), be for all purposes as valid and effective as if the same had been passed at a general meeting of the company duly convened and held:

IT IS RESOLVED:

That the name of the company be changed to  
REDROSE MANUFACTURING LIMITED.

Dated 3rd. February 1995

  
.....  
(Authorised signatory of JL Nominees One Limited)

  
.....  
(Authorised signatory of JL Nominees Two Limited)

JIM LOWE & COMPANY  
1 SAVILLE CHAMBERS  
NORTH STREET  
NEWCASTLE UPON TYNE  
NE1 8DF  
Tel: 091 261 5545

FILE COPY



**CERTIFICATE OF INCORPORATION  
ON CHANGE OF NAME**

Company No. 3016251

The Registrar of Companies for England and Wales hereby certifies that  
PEARL PROTECTION LIMITED

having by special resolution changed its name, is now incorporated  
under the name of  
REDROSE MANUFACTURING LIMITED

Given at Companies House, Cardiff, the 13th February 1995



\*C03016251U\*



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

*M. Lewis*  
M. LEWIS  
For the Registrar of Companies

HC006B