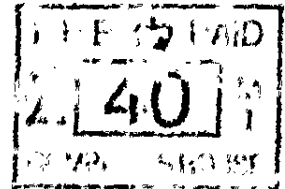


The Companies Act 1985
Company Limited by Shares



Special Resolution

Pursuant to section 378(2) of the Companies Act 1985

Company Number

106848

Hepworth & Grandage Limited

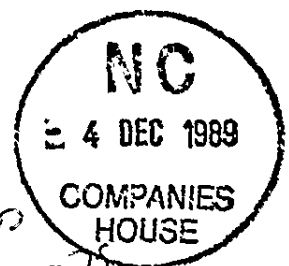
At an Extraordinary General Meeting of the members of the above-named company, duly convened and held at:

Bowdon House, Ashburton Road West, TRAFFORD PARK MANCHESTER, M17 1RA

on 15 November 1989

the following SPECIAL RESOLUTION was duly passed, viz:-

That the name of the Company be changed to AE Piston Products Limited.



Signed

Position Director/Secretary

NOTE To be filed within 15 days of the passing of the special resolution

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

No. 106848

I hereby certify that

HEPWORTH & GRANDAGE LIMITED

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

AE PISTON PRODUCTS LIMITED

Given under my hand at the Companies Registration Office,
Cardiff the 2 JANUARY 1990

P. Bevan
P. BEVAN

an authorised officer