

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 388715

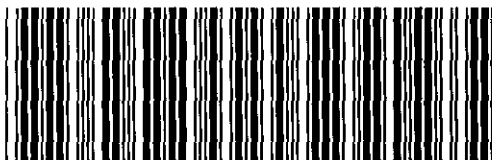
The Registrar of Companies for England and Wales hereby certifies that

BIBBY FACTORS LIMITED

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

BIBBY FACTORS BOREHAMWOOD LIMITED

Given at Companies House, Cardiff, the 23rd December 2004



C00388715M



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House
— for the record —

54/N

Bibby Factors Limited

Company No:
388715

The Companies Acts 1985 and 1989

We, the undersigned, being all the Members for the time being of the above-named Company entitled to receive notice of and to attend and vote at General Meetings hereby pass the following Resolution as a Special Resolution and agree that the said Resolution shall, pursuant to section 381A of the Companies Act 1985 as amended by the Companies Act 1989, for all purposes be as valid and effective as if the same had been passed at a General Meeting of the Company duly convened and held.

Special Resolution

"That the name of the Company be changed to Bibby Factors Borehamwood Limited."

Passed on: 8th December 2004

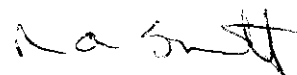
The Members:

£1.00 ORDINARY shareholders:

Bibby Group of Factors Limited



Director



Secretary

Duly Authorised Signatory
For and on behalf of Bibby Factors Borehamwood Limited,
(Management) Limited, SECRETARY



A35
COMPANIES HOUSE

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23/12/04

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