FILE COPY



CERTIFICATE OF INCORPORATION ON CHANGE OF NAME

Company No. 860646

The Registrar of Companies for England and Wales hereby certifies that

452 MOTOR CO.LIMITED

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

LOOKERS BIRMINGHAM LIMITED

Given at Companies House, London, the 20th February 2002

C00860646J

L. CONNELLY

For The Registrar Of Companies







THE COMPANIES ACTS 1985 & 1989

Number: 860646

452 MOTOR COMPANY LIMITED

Copy/: RESOLUTION

At an EXTRAORDINARY GENERAL MEETING of the above named Company duly convened and February held on the 19th day of 2002 the following resolution was duly passed as a Special Resolution of the Company:

Special

THAT the name of the Company be changed to Lookers Birmingham Limited.

ACASIL OF For and on behalf of SECRETARY Motors Secretaries Limited

LD1 COMPANIES HOUSE 20/02/02