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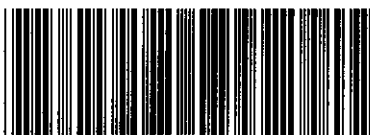
**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 1234173

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

having by special resolution changed its name, is now incorporated
under the name of
ASSOCIATED ELECTRICAL DISTRIBUTORS LIMITED

Given at Companies House, Cardiff, the 21st December 2004



C01234173K



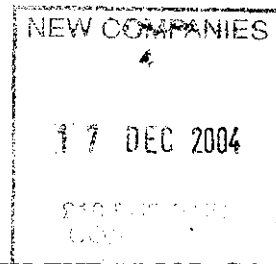
THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House
— for the record —

A PRIVATE COMPANY LIMITED BY SHARES

ASSELECTED LIMITED



I, THE UNDERSIGNED, FOR AND ON BEHALF AND WITH THE PRIOR CONSENT OF ALL THE MEMBERS FOR THE TIME BEING OF THE ABOVE-NAMED COMPANY ENTITLED TO RECEIVE NOTICE OF AND ATTEND AND VOTE AT GENERAL MEETINGS HEREBY PASS THE FOLLOWING RESOLUTION AS A WRITTEN RESOLUTION AND AGREE THAT THE SAID RESOLUTION SHALL PURSUANT TO SECTION 381(A) TO (C) OF THE COMPANIES ACT 1985 AS INTRODUCED BY SECTION 113 OF 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.

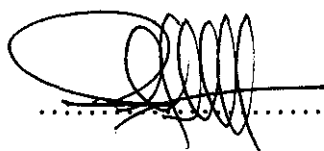
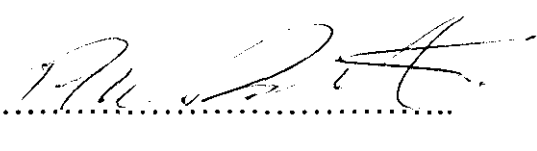
WRITTEN RESOLUTION

That pursuant to the provisions of Section 28(1) of Part 1 Chapter II of the Companies Act, 1985 the name of the Company be changed to:-

ASSOCIATED ELECTRICAL DISTRIBUTORS LIMITED

WITH EFFECT FROM 21st JANUARY 2005

Dated 19.10.04.

Signed

Signed for and on behalf of all the shareholders of the company entitled to receive notice of and attend and vote at the Meetings of the Company.

