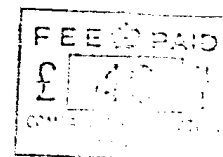


No. 1498498



THE COMPANIES ACTS, 1948 to 1985

COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION

of

HOPKINSONS SALES AND SERVICE (SCOTLAND) LIMITED

At an EXTRAORDINARY GENERAL MEETING of the above-named Company, duly convened and held at Britannia Works, Huddersfield, West Yorkshire on the fourth day of June 1987, the subjoined Resolution was duly passed as a SPECIAL RESOLUTION, namely:-

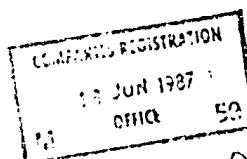
That the name of the Company be changed to
Autotork Controls Limited.

15/7



[Handwritten signature]

Chairman



M13 £40.00
077351

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

No. 1498498

I hereby certify that

**HOPKINSONS SALES AND SERVICE (SCOTLAND)
LIMITED**

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

AUTOTORK CONTROLS LIMITED

Given under my hand at the Companies Registration Office,
Cardiff the 13 JULY 1987

S. R. Williams
MRS. C. D. WILLIAMS

an authorised officer