

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 1692338

The Registrar of Companies for England and Wales hereby certifies that
RHYS DAVIES EXPRESS LIMITED

having by special resolution changed its name, is now incorporated
under the name of
RHYS DAVIES FREIGHT LOGISTICS LIMITED

Given at Companies House, Cardiff, the 6th March 1996



C016923385


M.LEWIS

For the Registrar of Companies



C O M P A N I E S H O U S E

HC006B

Company Number: 1692338

THE COMPANIES ACT 1985

COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION

of

RHYS DAVIES *EXPRESS* LIMITED

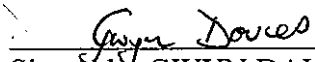
(Passed *26 February* 1996)


Pursuant to Regulation 53 of Table A which is incorporated in the Articles of Association of the Company, the undermentioned Resolutions have been passed as Special Resolutions of the Company (as if passed at a General Meeting duly convened and held) and have been assented to by the Members of the Company listed after them (being all the Members entitled to attend and vote at a General Meeting of the Company).

SPECIAL RESOLUTION

THAT the name of the Company be changed to "Rhys Davies Freight Logistics Limited".

Dated : *26/2* 1996


Signed by GWYN DAVIES
authorised signatory of
Rhys Davies Limited


Signed by MARTIN JOHNS
authorised signatory of
Rhys Davies & Sons Limited

