

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 1804419

The Registrar of Companies for England and Wales hereby certifies that
YORK REFRIGERATION PRODUCTS LIMITED

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

Given at Companies House, Cardiff, the 4th December 2000



C018044193



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



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

HC006B

014182

THE COMPANIES ACTS 1985 TO 1989

COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

YORK REFRIGERATION PRODUCTS LIMITED

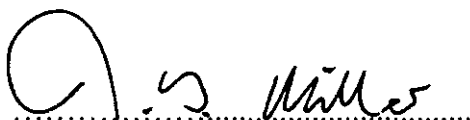
(Company No. : 1804419)

Passed 24th November 2000

SABROE (U.K.) HOLDINGS LIMITED as the sole shareholder of the above Company and thereby the only person who would at the date hereof be entitled to attend and vote at a general meeting of the Company hereby resolves to pass the following Resolution as a Special Resolution of the Company by Written Resolution pursuant to S.381A of the Companies Act 1985:-

SPECIAL RESOLUTION

That the name of the Company be changed to SABROE LIMITED.


Name:
(authorised by Sabroe (U.K.) Holdings Limited)


Date

This copy is to be a true copy of
the original


Ashton Bond Glegg



