FILE COPY



CERTIFICATE OF INCORPORATION ON CHANGE OF NAME

Company No. 1913440

The Registrar of Companies for England and Wales hereby certifies that JEM SMOKE PLC

having by special resolution changed its name, is now incorporated under the name of MARTIN MANUFACTURING (UK) PLC

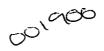
Given at Companies House, Cardiff, the 23rd July 1999



C01913440M

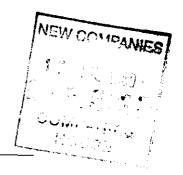






Company No. 1913440

THE COMPANIES ACTS 1985 and 1989



COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION

of

JEM SMOKE Plc

Passed 15th July 1989

AT an EXTRAORDINARY GENERAL MEETING of the above-named Company duly convened and held at 308 High Street, Croydon, CR0 1NG on the 15th day of July 1989, the following Resolution was duly passed, as a Special Resolution:

SPECIAL RESOLUTION

THAT the name of the Company be changed to "MARTIN MANUFACTURING (UK) PLC".

A24 *A2WZUI3M* 151 COMPANIES HOUSE 17/07/99

Ole H. Lav Chairman of Meeting