

THE COMPANIES ACT 1985

Company Number2060602.....

SPECIAL RESOLUTION OF

.....DRIVEUPPER..... LIMITED

We, the undersigned, Michael Richard Counsell and Christopher Charles Hadler, being all the Members for the time being of the above-named Company entitled to receive notice of and to attend and vote at General Meetings HEREBY PASS the following resolution as a Special Resolution and agree that the said resolution shall, pursuant to Clause 53 in Table A (which Clause is embodied in the Articles of Association of the Company), 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.

It is resolved:

That the name of the Company be changed to

LOMBARD LEASING CONTRACTS LIMITED



Dated this 17th day of October, 1986

Signed

[Signature of Michael Richard Counsell]

..... (M.R. Counsell)

[Signature of Christopher Charles Hadler]

..... (C.C. Hadler)



HART & CO. LTD.
11 BRUNSWICK PLACE, LONDON N1 6FF
TEL 01 250 1041 TELEX 248653

FILE COPY



CERTIFICATE OF INCORPORATION ON CHANGE OF NAME

No. 2060602 / 8

I hereby certify that

DRIVEUPPER LIMITED

having by special resolution changed its name, is now
incorporated under the name of
LOMBARD LEASING CONTRACTS LIMITED

Given under my hand at the Companies Registration Office,
Cardiff the 12TH NOVEMBER 1986

D. G. Blackstock

D. G. BLACKSTOCK

an authorised officer