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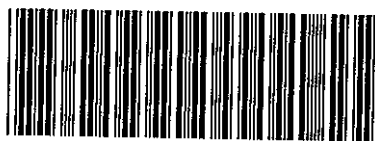
**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 2153826

The Registrar of Companies for England and Wales hereby certifies that
BUYRACE LIMITED

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

Given at Companies House, Cardiff, the 17th December 1998



C02153826G



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



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

HC006B

Company No.: 2153826

The Companies Act 1985
COMPANY LIMITED BY SHARES
SPECIAL RESOLUTION

of

BUYRACE LIMITED

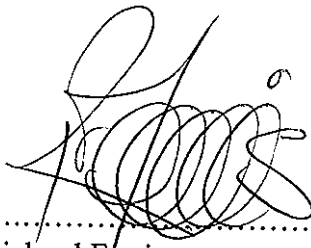
Passed on 3rd December 1998



At an EXTRAORDINARY GENERAL MEETING of the above named Company, duly convened and held on 3rd December 1998, the following RESOLUTION was duly passed as a SPECIAL RESOLUTION of the Company:-

SPECIAL RESOLUTION

THAT the name of the Company be changed to "CMW Automobiles Limited"


.....
Richard Ferris
Chairman

