

19/5



No. 2284944 -

THE COMPANIES ACT 1985

WRITTEN RESOLUTION

of

CMB FINANCE LIMITED

In pursuance of Regulation 53 of Table A which is applied to the Company by the Company's Articles of Association, we the persons whose names appear below and who have signed this document, being all the members of the Company, hereby unanimously resolve upon the following resolution and agree that it shall be as valid and effectual as if it had been passed as a Special Resolution at a General Meeting of the Company duly convened and held:-

SPECIAL RESOLUTION

That the name of the Company be changed to MB Finance Limited.

Dated this 4th day of May 1989.

Signed by
Edward George Rouse)

Signed by
Denis William Stewart)

NW 480P2
081719

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

No. 2284944

I hereby certify that

CMB FINANCE LIMITED

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

MB FINANCE LIMITED

Given under my hand at the Companies Registration Office,
Cardiff the 19 MAY 1989

S. M. Phillips
S. M. PHILLIPS

an authorised officer