

FILE COPY



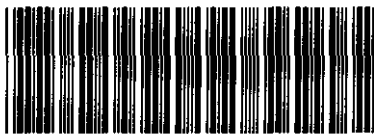
**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 2769370

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

having by special resolution changed its name, is now incorporated
under the name of
MARTECH TECHNICAL SERVICES LIMITED

Given at Companies House, Cardiff, the 6th October 1999



C027693705



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES

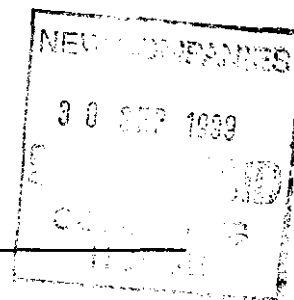


C O M P A N I E S H O U S E

HC006B

000919

SPECIAL RESOLUTION ON CHANGE OF NAME
COMPANIES ACTS



COMPANY NUMBER 2769370

COMPANY NAME MARTECH SERVICES LIMITED

At an ~~Extraordinary General~~ * / ~~Annual General~~ * / General * Meeting of the members of the above named company, duly convened and held at:

OXFORD ROAD, RYTON ON JONSMORE
COUNTRY CV8 3SE

on the 9th day of SEPTEMBER 1999

The following Special Resolution was duly passed:

That the name of the Company be changed to:

NEW NAME MARTECH TECHNICAL SERVICES LIMITED

Signature: [Signature]
~~Chairman, Director, Secretary or Officer of the Company~~

Notes:

* Please delete as appropriate.

NB. The copy Resolution must be filed with the Registrar of Companies within 15 days after the passing of the Resolution. Please insert name and address to which the certificate is to be sent:



Subject Heading:

**Minutes of a Meeting of Directors of
Martech Services Limited, held on 9th September 1999
at Oxford Road, Ryton on Dunsmore,
Coventry CV8 3EG**

PRESENT: **Mr. M.W.C. Martin (Chairman)**
 Mr. K. Whitehouse (Secretary)
 Mr. T. Dobson

The Meeting was convened to consider the change of name of the business from Martech Services Limited to Martech Technical Services Limited.

Mr. Dobson being the representative of the majority shareholder in the company approved the change and the proposal was unanimously carried.

Approved
T. Dobson.

Initial