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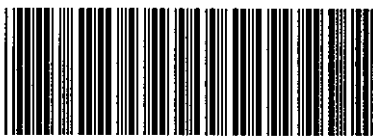
**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 3189091

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

having by special resolution changed its name, is now incorporated
under the name of
DURALAY INTERNATIONAL HOLDINGS LIMITED

Given at Companies House, Cardiff, the 6th September 1996



C031890915

G. Wookey
G. WOOKEY

For the Registrar of Companies



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

HC006B

BREAKTODAY LIMITED

NOTICE OF EXTRAORDINARY GENERAL MEETING



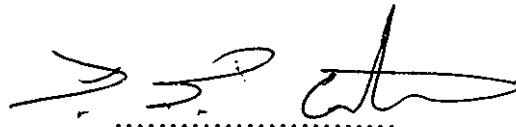
NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting of the above named Company will be held at *Haslingden, Lancashire* on *19th August 1996* at *9.55* a.m./p.m. for the purpose of considering and, if thought fit, passing the following Resolution, as a Special Resolution.

SPECIAL RESOLUTION

1. THAT the name of the Company be and it is hereby changed to Duralay International Holdings Limited.

Dated *19th August* 1996

BY ORDER OF THE BOARD


.....
Director/Secretary

Registered Office: Broadway, Haslingden, Rossendale, Lancashire, BB4 4LA

28 AUG 1996

