

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 3224488

The Registrar of Companies for England and Wales hereby certifies that

TUV PRODUCT SERVICE (U.K.) LIMITED

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

TUV SUDDEUTSCHLAND (U.K.) LIMITED

Given at Companies House, London, the 5th July 2001



C032244884

A handwritten signature in black ink, reading 'Sandra Dujardin'.

SANDRA DUJARDIN

For The Registrar Of Companies



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

5/10/01
NIC.
Bar 7/4/987

Company Number 3224488



WRITTEN RESOLUTION
OF
TUV PRODUCT SERVICE (UK) LIMITED
THE COMPANIES ACT 1985 TO 1989
COMPANY LIMITED BY SHARES

Pursuant to Section 381A Companies Act 1985

Dated 21 June 2001

We, the undersigned, being the holders of all of the shares of the Company conferring for the time being the right to attend and vote at general meetings of the Company hereby unanimously pass the following resolution and agree the same shall be as valid and effectual as if passed at a general meeting of the Company duly convened and held:-

SPECIAL RESOLUTION

IT IS HEREBY RESOLVED that the name of the Company be and is hereby changed to TUV Suddeuschland (UK) Limited.

.....
.....

on behalf of
TUV Product Service GmbH

on behalf of
TUV Suddeuschland Holding AG

