

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

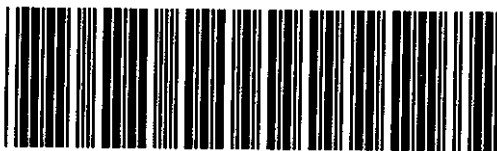
Company No. 3424470

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

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

PERSONAL MOTORING PLAN LIMITED

Given at Companies House, Cardiff, the 23rd April 1999



C03424470M

A handwritten signature in black ink, appearing to read 'A. F. Fletcher'.

A. F. FLETCHER

For The Registrar Of Companies



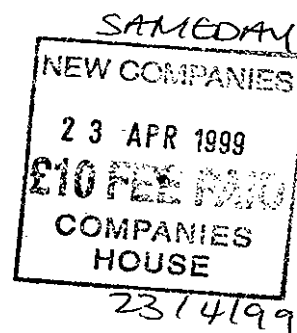
C O M P A N I E S H O U S E

103810

Company number : 3424470

THE COMPANIES ACT 1985
COMPANY LIMITED BY SHARES

STATE SECURITY LIMITED
("the Company")



MEMBERS' WRITTEN SPECIAL RESOLUTION

In accordance with section 381A of the Companies Act 1985, **WE** the undersigned, being the sole member of the Company who at the date of this Special Resolution is entitled to attend and vote at a general meeting of the Company, **DECLARE** that the following Special Resolution shall have effect as if passed by the Company in general meeting **AND** accordingly we **RESOLVE** :-

THAT the name of the Company be changed to :-

Personal Motoring Plan Limited

For and on behalf of
Whitechapel Corporate Services Limited

.....
Director

Date : ^{red} 22 April, 1999

