



FILE COPY

**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 135767

The Registrar of Companies for England and Wales hereby certifies that

VAUXHALL MOTORS LIMITED

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

GENERAL MOTORS UK LIMITED

Given at Companies House on **16th April 2008**



C00135767F



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES

037259/100

The Companies Act 1985 to 2006

Copy Resolution

Of

VAUXHALL MOTORS LIMITED

Company No 00135767



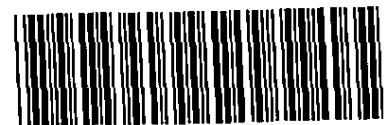
At an EXTRAORDINARY GENERAL MEETING of the above-named Company, duly convened and held at Griffin House, Osborne Road, Luton, LU1 3YT on the 31st day of March 2008 the following resolution was duly passed as a Special Resolution of the Company

SPECIAL RESOLUTION

THAT the name of the Company, with the consent of the Registrar of Companies, be changed to General Motors UK Limited

CHAIRMAN OF THE MEETING

WEDNESDAY



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16/04/2008

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COMPANIES HOUSE

Company No 00135767

VAUXHALL MOTORS LIMITED

The Companies Act 1985 to 2006

Notice is hereby given that at an Extraordinary General Meeting of the Company held at Griffin House, Osborne Road, Luton, LU1 3YT on the 31st day of March 2008 the following resolution was duly passed as a Special Resolution of the Company

SPECIAL RESOLUTION

THAT the name of the Company, with the consent of the Registrar of Companies, be changed to General Motors UK Limited



Chairman

Dated this 31st day of March 2008