

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 2659917

The Registrar of Companies for England and Wales hereby certifies that
BURKE FORD INSURANCE GROUP LIMITED

having by special resolution changed its name, is now incorporated
under the name of
BURKE FORD GROUP LIMITED

Given at Companies House, Cardiff, the 27th September 1999



C02659917Q



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



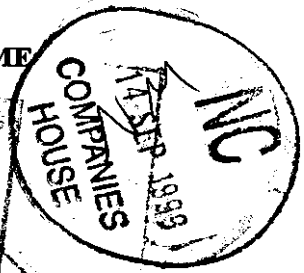
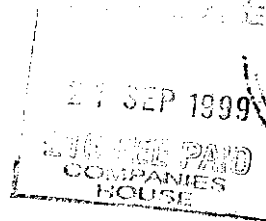
C O M P A N I E S H O U S E

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CONFIDENTIAL
NO Lee

**SPECIAL RESOLUTION ON CHANGE OF NAME
COMPANIES ACTS**



COMPANY NUMBER 2659917

COMPANY NAME Burke Ford Insurance Group Limited

At a Meeting of the members of the above named company, duly convened and held at

17 Stanley Street, LIVERPOOL L1 6AA

on the 1st day of September 1999

The following Special Resolution was duly passed:

That the name of the Company be changed to:

NEW NAME Burke Ford Group Limited

Signature

Secretary of the Company

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:

Mr. I.R. Lees
Burke Ford Insurance Group Limited
Vincent House
17 Stanley Street
LIVERPOOL
L1 6AA



104751

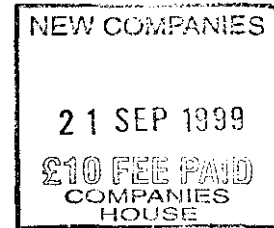
27/9

THE COMPANIES ACTS 1985 TO 1989

COMPANY NUMBER 3842922

SPECIAL RESOLUTION OF

HANOVER MARKETING LIMITED



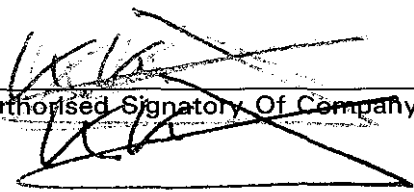
We, the undersigned, COMPANY DIRECTORS LIMITED and TEMPLE SECRETARIES LIMITED, being all the Members for the time being of the Company entitled to receive notice of and to attend and vote at General Meetings HEREBY PASS the following resolutions as Special Resolutions and agree that the said resolutions shall, pursuant to Clause 53 in Table A (which Clause is embodied in the Articles of Association of the Company) or pursuant to any applicable rule of law, for all purposes be as valid and effective as if the same had been passed at a General Meeting of the Company duly convened and held.

It is resolved:

THAT the name of the Company be changed to

AEB LIMITED

Dated: 17 / 9 / 99

Signed 
(Authorised Signatory Of Company Directors Limited)

Signed _____
(Authorised Signatory of Temple Secretaries Limited)

Presenter

**A1 Company Services Limited
788-790 Finchley Road
London NW11 7TJ**

Ref:MO/288910S

Tel: 0181 458 9637

