

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 2610871

The Registrar of Companies for England and Wales hereby certifies that

COUPE FOUNDRY LIMITED

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

CF REALISATIONS LIMITED

Given at Companies House, Cardiff, the 8th April 2004



C026108717



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House
— for the record —

159812/80

The Companies Act 1985

Company Limited by Shares

Written Resolution of Coupe Foundry Limited
("the Company")

Registered Number 2610871

(Signed by a duly authorised representative of Methodcheck Limited, as the sole member of Coupe Foundry Limited on 7th April 2004)


We, the undersigned, being the sole members of the above-named Company entitled to attend and vote at an extraordinary general meeting of the Company hereby resolve that the resolutions set out below are passed as the ordinary and special resolutions as applicable and headed below of the Company in accordance with sections 381A and 381B of, and with paragraph 5 of Schedule 15 to the Companies Act 1985:

Ordinary Resolution

1. That the Company be hereby authorised to sell certain of the assets of Coupe Foundry Limited upon the terms and subject to the conditions of a draft Asset Purchase Agreement and that the approval of the Company be given to such a transaction pursuant to Section 320 of the Companies Act 1985.

Special Resolution

2. That the Company name be changed to "CF Realisations Limited".

Signed by.....


PAUL JAN WIECKOWICZ

for and on behalf of
Methodcheck Limited
(as duly appointed Alternate)

