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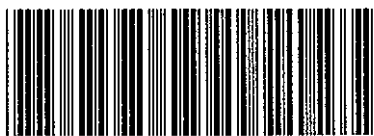
**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 1341976

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

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

Given at Companies House, Cardiff, the 26th June 1998



C01341976P

E. P. Owen
MRS. E. P. OWEN

For the Registrar of Companies



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

HC006B

Registered Number: 01341976

THE COMPANIES ACT 1985

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

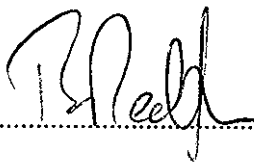
of

TARO LIMITED

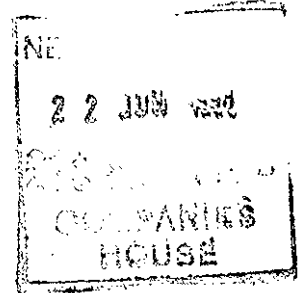
The following resolution was duly passed on 17 June 1998 as a special resolution pursuant to section 381A of the Companies Act 1985 by the sole member of the Company entitled to attend and vote at general meetings of the Company on such date:

SPECIAL RESOLUTION

THAT the name of the Company be changed to "STOPLOCK LIMITED".



SECRETARY



26.6.98
CGS