

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 509133

The Registrar of Companies for England and Wales hereby certifies that
MASSEY FERGUSON (UNITED KINGDOM) LIMITED

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

Given at Companies House, Cardiff, the 24th April 1996

G. Wookey
G. WOOKEY



C00509133N

For the Registrar of Companies



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

HC006B

Company No: 509133

ACCEPT UNSTAMPED & 20

XC/CN

SIGNED

18-4-96

THE COMPANIES ACT 1985

COMPANY LIMITED BY SHARES

WRITTEN SPECIAL RESOLUTION

OF

MASSEY FERGUSON (UNITED KINGDOM) LIMITED

(passed on 29 March 1996)

THAT the name of the Company be changed to MASSEY FERGUSON LIMITED

For and on behalf of

MASSEY FERGUSON MANUFACTURING LIMITED