

NUMBER OF COMPANY 2812849



THE COMPANIES ACT 1985
COMPANY LIMITED BY SHARES

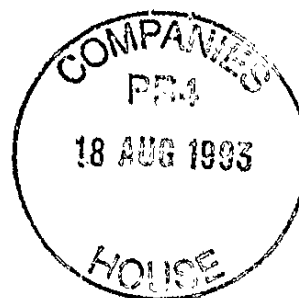
SPECIAL RESOLUTION OF
MEADOWCODE LIMITED

At an EXTRAORDINARY GENERAL MEETING of the above named Company duly convened at Gill House on the Second of August 1993, the subjoined Special Resolution was duly passed viz:

RESOLUTION

- 1 That the name of the Company be changed to FIELD ELECTRONICS LIMITED


.....
Chairman



FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

No. 2812849

I hereby certify that

MEADOWCODE LIMITED

having by special resolution changed its name,

is now incorporated under the name of

FIELD ELECTRONICS LIMITED

Given under my hand at the Companies Registration Office,

Cardiff the 24 AUGUST 1993

P. D. Brown
P. D. BROWN

an authorised officer