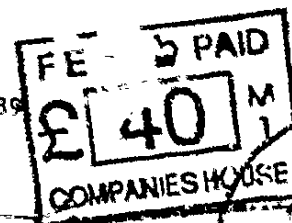


Company No. 217201

193

Companies Acts 1985 and 1989



COMPANY LIMITED BY SHARES

SPECIAL RESOLUTIONS

OF

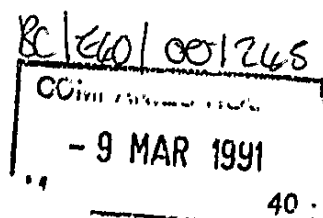
LOR LIMITED

Passed 8 March 1991

AT an Extraordinary General Meeting of the above-named Company, duly convened and held at 18 Hanover Square, London W1A 2BB on 8 March 1991 the following Resolutions were duly passed as Special Resolutions:-

SPECIAL RESOLUTIONS

1. THAT the provisions of the memorandum of association of the Company be altered by
 - (a) deleting the existing sub-clauses (A) and (B) of clause 3 thereof and substituting therefor the following sub-clause in accordance with Section 3A of the Companies Act 1985:
 - (A) To be and to carry on the business of a general commercial company.
 - and
 - (b) renumbering the existing sub-clauses 3(C) to 3(Y) inclusive of the Company's memorandum of association as sub-clauses 3(B) to 3(X) inclusive.
2. THAT, with the consent of the Registrar of Companies, the name of the Company be changed to COURTAULDS CHEMICALS (HOLDINGS) LIMITED.



G. C. W. Cunningham
G. C. W. CUNNINGTON
Secretary

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

No. 217201

I hereby certify that

LOR LIMITED

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

COURTAULDS CHEMICALS (HOLDINGS) LIMITED

Given under my hand at the Companies Registration Office,
Cardiff the 19 MARCH 1991

A. M. Evans
A. M. EVANS

an authorised officer