

THE COMPANIES ACT, 1948

COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION

of

V. B. & CO. (CHEMICALS) LIMITED

REGISTERED

3 JAN 1966

Passed 3rd January, 1966.

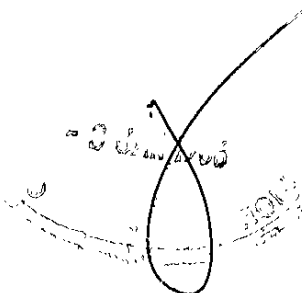
AT AN EXTRAORDINARY GENERAL MEETING of the above-named Company, duly convened and held at Plantation House, Mincing Lane, London, E.C.3. on Monday, 3rd January, 1966, the following Resolution was duly passed as a SPECIAL RESOLUTION:

RESOLUTION

That subject to the consent of the Board of Trade the name of the Company be changed, with effect from 3rd January, 1966, to "VICTOR BLAGDEN & CO. LIMITED."


A. J. LUSH

Chairman



No. 867053



B



52

Reference: C.R. 93/9348/65

BOARD OF TRADE

COMPANIES ACT, 1948

V. B. & CO. (CHEMICALS) LIMITED

Pursuant to the provisions of Sub-Section (1) of Section 18 of the Companies Act, 1948, the Board of Trade hereby approve of the name of the above-named Company being changed to

Victor Blagden & Co. Ltd

3 JAN 1966

VICTOR BLAGDEN & CO. LIMITED;

Signed on behalf of the Board of Trade

this THIRD DAY OF JANUARY

ONE THOUSAND NINE HUNDRED AND SIXTY SIX.

L.S. Whitfield

Authorised in that behalf by the
President of the Board of Trade

C.60

2333 Wt.44366 D.4133 12M 2/65 T.P. Gp.658.

DUPLICATE FOR THE FILE

No. 867053



Certificate of Incorporation on Change of Name

Whereas

V. B. & CO. (CHEMICALS) LIMITED

was incorporated as a limited company under the
COMPANIES ACT, 1948,
on the **TWENTIETH DAY OF DECEMBER, 1965**

And Whereas by special resolution of the Company and with the approval of the Board of Trade it has changed its name.

Now therefore I hereby certify that the Company is a limited company incorporated under the name of

VICTOR ELADDEN & CO. LIMITED

Given under my hand at London, this **THIRD DAY OF JANUARY**
ONE THOUSAND NINE HUNDRED AND SIXTY SIX.

Certificate received by

L.S. Whisfield.
Assistant Registrar of Companies.

Date *3/1/66*

Company Number

067053

145 ✓

COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION

OF _____

VICTOR BLAGDEN & CO. LIMITED

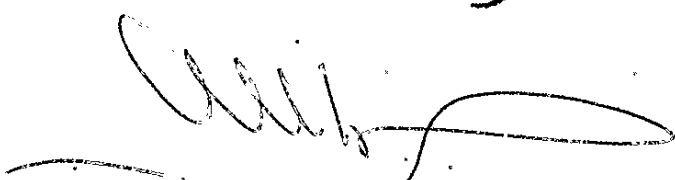
Passed 28th November
1978

AT AN EXTRAORDINARY GENERAL MEETING of the above-named company, duly convened and held at 16 Hatton Garden, London EC1N 8FJ, on Tuesday the 28th day of November, 1978, the following Resolution was duly passed as a SPECIAL RESOLUTION

RESOLUTION

That subject to the consent of the Department of Trade and Industry, on 1st April, 1979, the name of the company shall be changed to:

"Blagden Campbell Chemicals Limited"


Chairman.

1

10/11/79
JAN 1979



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

No.

867053

/46

I hereby certify that

VICTOR BLAGDEN & CO. LIMITED

having by special resolution and with the approval of the Secretary of State changed its name, is now incorporated under the name of

BLAGDEN CAMPBELL CHEMICALS LIMITED

Given under my hand at Cardiff the

8TH FEBRUARY 1979

E. A. WILSON

Assistant Registrar of Companies

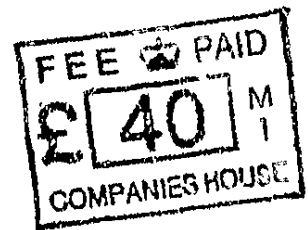


No. of Company: 867053

THE COMPANIES ACT 1985

-and-

THE COMPANIES ACT 1948



COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION

-of-

BLAGDEN CAMPBELL CHEMICALS LIMITED

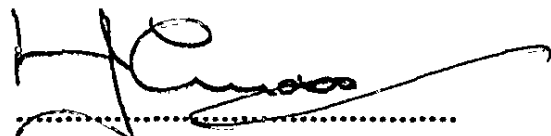
(Passed the 14th day of August 1989)

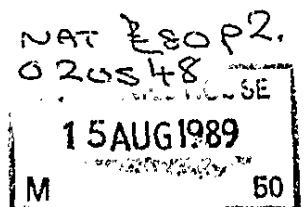
At an Extrordinary General Meeting of the Company held at
Croydon on the 14th day of August 1989 the following
Resolution was passed as a Special Resolution:-

RESOLUTION

"That with effect from 1st September, 1989, the name of the Company
be changed to BLAGDEN CHEMICALS LIMITED"




W J CHIDDICKS
DIRECTOR



FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

No. 867053

I hereby certify that

BLAGDEN CAMPBELL CHEMICALS LIMITED

having by special resolution changed its name,

is now incorporated under the name of

BLAGDEN CHEMICALS LIMITED

Given under my hand at the Companies Registration Office,

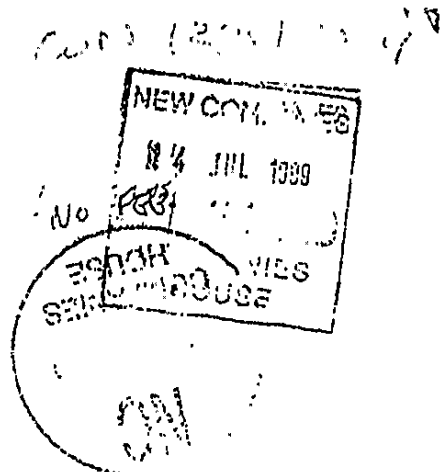
Cardiff the 25 AUGUST 1989

Mrs. M. Moss.
MRS. M. MOSS

an authorised officer

Company number
867053

THE COMPANIES ACT 1985
COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION
OF
BLAGDEN CHEMICALS LIMITED



By written resolution dated 30th June, 1999 the holder of all the issued share capital of the company agreed to the following resolution being passed, pursuant to s.381A of the Companies Act 1985, as a special resolution of the company:

That the name of the company be changed to Borden Chemical GB Limited.

David Roache
Director



CO 625613.1

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 867053

The Registrar of Companies for England and Wales hereby certifies that

BLAGDEN CHEMICALS LIMITED

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

BORDEN CHEMICAL GB LIMITED

Given at Companies House, London, the 16th July 1999



C00867053F

A handwritten signature in dark ink, appearing to read 'J Mayne'.

MR J MAYNE

For The Registrar Of Companies



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