

FILE COPY



**CERTIFICATE OF INCORPORATION  
ON CHANGE OF NAME**

Company No. 1018237

The Registrar of Companies for England and Wales hereby certifies that  
P. E. C. (PLASTICS) LIMITED

having by special resolution changed its name, is now incorporated  
under the name of  
VITA THERMOPLASTIC COMPOUNDS LIMITED

Given at Companies House, Cardiff, the 16th January 1995



\*C01018237Y\*

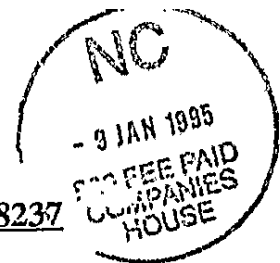
For the Registrar of Companies



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

HC006B

PEC (PLASTICS) LTD - REGISTERED NO. 1018237




We, the undersigned, being all of the members of the Company having the right to vote at general meetings, signify our assent to the passing of the resolutions set out below under the provision of Article 7 of the Company's Articles of Association to the effect that such resolution shall be deemed to be as effective as if it had been passed at a general meeting of the Company duly convened and held:-

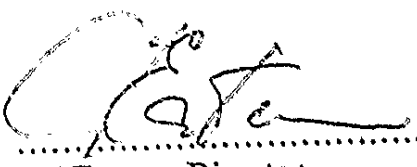
1. THAT the Company's name be changed to 'Vita Thermoplastic Compounds Limited'.
2. THAT Arthur Andersen be reappointed auditors of the Company until the conclusion of the next general meeting, at which the requirements of the Companies Act 1985 Section 241 are complied with, and that the directors of the Company be authorised to fix their remuneration.

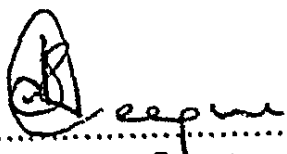
For and on behalf of: British Vita PLC on 2 January 1995

  
.....  
R H Sellers - Director

  
.....  
K R Bhatt - Director

For and on behalf of: Vita International Limited on 2 January 1995

  
.....  
F J Eaton - Director

  
.....  
A R Teague - Secretary

