

THE COMPANIES ACT 1985 AND 1989

COMPANY LIMITED BY SHARES

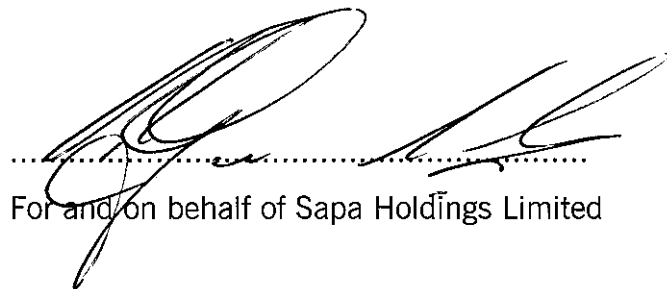
**WRITTEN RESOLUTION
OF
SAPA PROFILES LIMITED**

We the undersigned, being all the shareholders of the Company entitled to attend and vote at a general meeting of the Company, hereby unanimously resolve pursuant to Section 381A of the Companies Act 1985 (as amended) and all other powers (to the intent that the following written resolution shall be as effectual as if resolved as a special resolution at a general meeting of the Company duly convened and held) as follows:

WRITTEN RESOLUTION

That the authorised share capital be and hereby is increased from £100 to £10,000,000 by the creation of 9,999,900 ordinary shares of £1 each ranking pari passu in all respects with such shares already in issue.

Dated: 2/5/2000


.....
For and on behalf of Sapa Holdings Limited

