

REPAK(UK) LIMITED
COMPANY NUMBER 2697281
THE COMPANIES ACT 1985 to 1989
COMPANY LIMITED BY GUARANTEE

RESOLUTIONS of the Members passed on the thirtieth day of November 1995 under regulation 53 in the Companies (Tables A to F) regulations 1985.

Resolved as Special Resolutions:

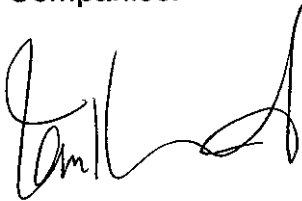
1. That clause 15.2 of the Articles of Association of the Company (Which reads: 'Only Founder Members shall be entitled to vote at general meetings of the Company') be revoked and replaced by a new clause 15.2 as follows:

15.2 'All Members of the Company (wether Founder Members or Associate Members) shall be entitled to vote at general meetings of the Company. On a poll, Associate Members, if more than 10 in number, shall be entitled collectively to one vote; if more than 20 in number, to two votes and if more than 30, three votes.'

2. That clause 11(f) of the Articles of Association of the Company shall be amended by the deletion of the word "Founder" in the first line and the last line thereof so that clause 11(f) shall henceforth read as follows:

11(f) 'Any Member of the Company entitled to attend and vote at a General Meeting shall be entitled to appoint another person (wether a Founder Member or not) as his proxy to attend as his proxy to attend and vote instead of him. Any proxy so appointed shall, at the discretion of the Chairman, have the same right as the Member to speak at the Meeting.'

3. That the Secretary of the Company shall cause a copy of the Articles of Association of the Company thus amended to be filed with the Registrar of Companies.


I HUNTER
Company Secretary
13 November 1995.



COMPANIES HOUSE 16/12/95