



Company No. 2748456

2748456

MLS

THE COMPANIES ACT 1985
Company Limited by Shares
SPECIAL RESOLUTION

of

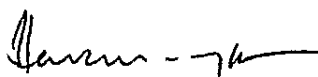
RBCG 127 LIMITED


WE, the undersigned, being all the members of the Company entitled to receive notice of, attend and vote at General Meetings, hereby unanimously pass the following resolution pursuant to regulation 53 of Table A, and agree that the resolution shall for all purposes be as valid and effective as if it had been passed as a Special Resolution at a General Meeting of the Company duly convened and held.

SPECIAL RESOLUTION

That the name of the Company be changed to "MINERALS TECHNOLOGIES HOLDINGS LIMITED"

Dated: 8th October 1992


..... Director
For Adjustable Nominees Limited


..... Director
For Powell Burt Properties Limited

Richards Butler
Beaufort House
15 St. Botolph Street
London EC3A 7EE

Ref: NAR/P896-012/SpecRes2

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**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

No. 2748456

I hereby certify that

RBCO 127 LIMITED

having by special resolution changed its name,

is now incorporated under the name of

MINERALS TECHNOLOGIES HOLDINGS LIMITED

Given under my hand at the Companies Registration Office,

Cardiff the 15 OCTOBER 1992


J. DEVAN

an authorised officer