

Registered Number: 2847789

THE COMPANIES ACT 1985
BLUE MARLIN PACKAGING DESIGN LIMITED
PRIVATE COMPANY LIMITED BY SHARES

SOLE MEMBER'S DECISION
PURSUANT TO SECTION 382B
COMPANIES ACT 1985 (the "Act")

The following is a written record pursuant to section 382B of the Act of a decision of the sole member of the Company which has effect as if agreed by the Company in general meeting.

RESOLUTION

IT WAS RESOLVED that the share capital of the Company be redesignated as set out below:

Existing Share Capital

50 "A" Ordinary Shares of £1.00

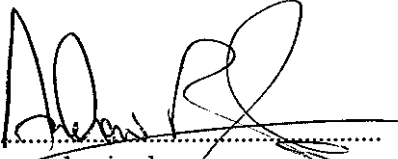
50 "B" Ordinary Shares of £1.00

45,000 Cumulative Participating
Preference Shares of £1.00

Redesignated Share Capital

45,100 Ordinary Shares of £1.00

Sole member:


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as authorised representative
for Barracuda Holdings Limited

Date:

23rd May 1999



ED3 *ES53FGW5* 94
COMPANIES HOUSE 04/06/99
A22 *AEKWWGWC* 492
COMPANIES HOUSE 04/06/99