

11-09-95

Company No. 2930016

SOLWAY FOODS HOLDINGS LIMITED

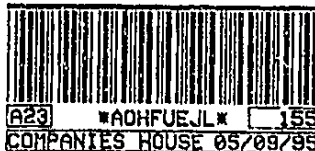
The following is a written record of a decision of Napier Brown Holdings Limited, the sole member of the above-named Company, made on 7th June 1994.

RESOLUTION

1. That the authorised share capital of the Company be hereby altered by the sub-division of each of the two existing issued ordinary shares of £1 each and each of the unissued 998 ordinary shares of £1 each into 10 ordinary shares of 10p each.
2. That the authorised share capital of the Company be hereby increased from £1,000 to £1,052,700 by the creation of 10,517,000 ordinary shares of 10p each, all such shares ranking pari passu with the existing ordinary share capital of the Company.
3. That the Articles of Association contained in the document annexed hereto be and are hereby approved and adopted as the new Articles of Association of the Company with immediate effect in substitution for and to the exclusion of all existing Articles of Association of the Company.

Signed 

For and on behalf of
NAPIER BROWN HOLDINGS LIMITED



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