

Company No. 3302720

THE COMPANIES ACTS 1985 AND 1989

PRIVATE COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION

of

HARBOURCOVE LIMITED

At an extraordinary general meeting of the Company held at 200 Aldersgate Street, London EC1A 4JJ on 24 February 1997 the following resolution was passed as a special resolution.

THAT the memorandum of association of the Company be altered by the adoption of a new clause 3(A) in the form of the annexed draft, initialled by the Chairman for the purpose of identification, in substitution for existing clause 3(A).


CHAIRMAN



RWY.

HARBOURCOVE LIMITED

New clause 3(A) of the memorandum of association of the company adopted by a special resolution passed on 24 February 1997, in substitution for existing clause 3(A).

"To carry on business as manufacturers of and dealers in boxes, packages, packing materials, containers, card, cardboard and other merchandise of such nature; printers, publishers, packers, advertising agents, carriers and manufacturers of and dealers in all other things which can be manufactured by persons carrying on the above trades."