

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 4050391

The Registrar of Companies for England and Wales hereby certifies that

CITRUSDRIVE LIMITED

having by special resolution changed its name, is now incorporated
under the name of

CMP (NZ) LIMITED

Given at Companies House, London, the 18th September 2000



C04050391H

A handwritten signature in dark ink, appearing to read 'L. Connelly'.

L. CONNELLY

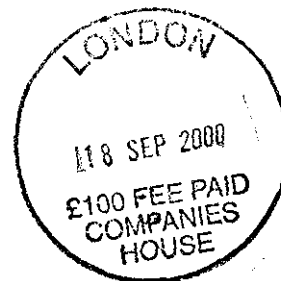
For The Registrar Of Companies



C O M P A N I E S H O U S E

Company No. 4050391

THE COMPANIES ACTS 1985 AND 1989



PRIVATE COMPANY LIMITED BY SHARES

RESOLUTION IN WRITING

of

CITRUSDRIVE LIMITED

Canterbury Meat Packers Limited, being the sole member of the Company who at the date of this resolution is entitled to attend and vote at a general meeting of the Company, RESOLVES, in accordance with section 381A of the Companies Act 1985, to pass the following as a written resolution:

THAT the Company's name be changed to CMP (NZ) LIMITED.

SIGNATURE:

A handwritten signature in black ink, appearing to read 'Mark Clarkson'.

Mark Clarkson for and on behalf of Canterbury Meat Packers Limited

DATE:

13 September 2000

AKC
£100
NW 004597
S/DAY