

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 4589136

The Registrar of Companies for England and Wales hereby certifies that
WEAVEDEGREE LIMITED

having by special resolution changed its name, is now incorporated
under the name of
ICON POLYMER HOLDINGS LIMITED

Given at Companies House, Cardiff, the 15th January 2003



C04589136E



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House
— for the record —

Company Number 4589136

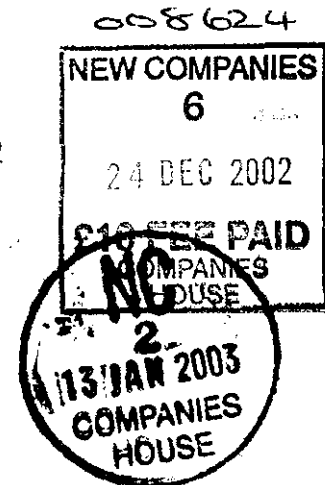
THE COMPANIES ACTS 1985 TO 1989

COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

-of-

WEAVEDEGREE LIMITED



Pursuant to section 381A of the Companies Act 1985, the undersigned 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, HEREBY passes the following resolutions which shall for all purposes be as valid and effective as if the same had been passed as special or extraordinary resolutions at a general meeting of the Company duly convened and held.

SPECIAL RESOLUTIONS

1. THAT the Memorandum of Association of the Company be amended by the insertion of the following paragraph 3.2.6.1 after the existing paragraph 3.2.6:
"To give financial assistance (within the meaning of section 152(1) of the Companies Act 1985)."
2. THAT with effect from the day following the date of these resolutions and subject to and with effect from the date on which the registrar of companies issues an altered certificate of incorporation, the name of the Company be changed to *Icon Polymer Holdings Limited*.
3. THAT the regulations set out in the printed document a copy whereof has been signed by any director of the Company for identification purposes be adopted by the Company as its New Articles of Association in lieu of and to the exclusion of the existing Articles of Association.

Dated the

12th

day of

December

2002.

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Richard Gogerty

for and on behalf of Pieceamber Limited



