

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 5310700

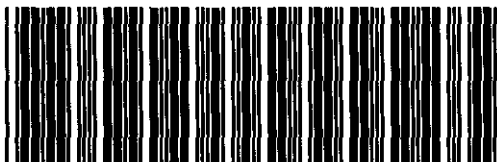
The Registrar of Companies for England and Wales hereby certifies that

INNOVENE EUROPEAN HOLDINGS LIMITED

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

INEOS EUROPEAN HOLDINGS LIMITED

Given at Companies House, London, the 16th June 2006



C05310700F



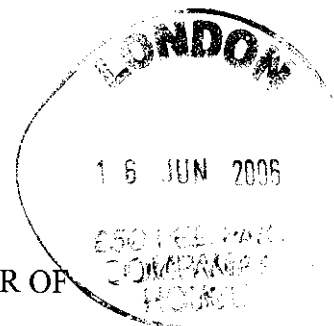
THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House
— for the record —

023636

Company Number: 5310700

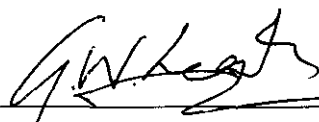


WRITTEN RESOLUTION OF THE SOLE SHAREHOLDER OF
INNOVENE EUROPEAN HOLDINGS LIMITED ("the Company")

The following written resolution was passed by the Company pursuant to Article 19 of the Company's Articles of Association on 1 June 2006.

IT BE AND IS HEREBY RESOLVED THAT:

1. The name of the Company be changed from Innovene European Holdings Limited to **INEOS European Holdings Limited**.



Director/Secretary