

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 1290882

The Registrar of Companies for England and Wales hereby certifies that

MACDERMID CANNING PLC

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

MACDERMID PLC

Given at Birmingham, the 1st September 2000



C012908820

A handwritten signature in ink, appearing to read 'Denise Gifford'.
DENISE GIFFORD

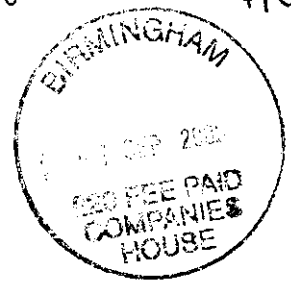
For The Registrar Of Companies



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

TO THE REGISTRAR OF COMPANIES

Company Registered No: 01290882



THE COMPANIES ACTS 1985 TO 1989

COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION


of

MacDermid Canning plc

At an extraordinary general meeting of the above named Company duly convened and held at 133 Great Hampton Street, Birmingham, B18 6AS on 29th August 2000 the following resolution was duly passed as a SPECIAL RESOLUTION:

SPECIAL RESOLUTION

1. THAT the name of the Company be changed to "MACDERMID plc"


CHAIRMAN