

Company No. 2628112

THE COMPANIES ACT 1985
AND
THE COMPANIES ACTS 1985 AND 1989
COMPANY LIMITED BY SHARES



WRITTEN RESOLUTION
OF

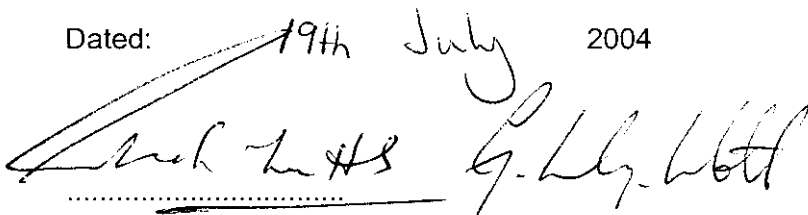
CENTURION SPECIALITY CHEMICALS LIMITED (the "Company")

We, the undersigned being all the members of the Company entitled to receive notice of and to attend and vote at general meetings of the Company having been supplied with such documents as are required pursuant to paragraph 4 of Schedule 15A of the Companies Act 1985 (the "Act"), hereby resolve as follows and agree that the said resolutions shall, pursuant to section 381A of the Act, for all purposes be as valid and effective as if the same had been passed as a special resolution at a general meeting of the Company duly convened and held on the date specified below:

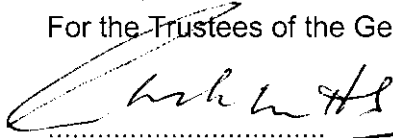
RESOLUTION

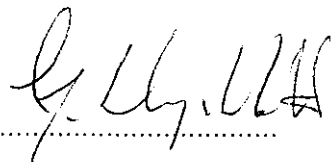
- 1 THAT in connection with the acquisition by Lupfaw 156 Limited (the "Acquisition") of 10,000 ordinary shares of £1.00 each in the share capital of the Company, the Company is authorised to give financial assistance for the purposes of the Acquisition as described in the statutory declaration supplied circulated with this written resolution.

Dated: 19th July 2004

 (AS ATTORNEY FOR JUNE LYNN LLOYD-WATTS

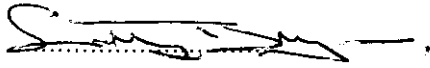
For the Trustees of the Geraint Lloyd Watts Interest in Possession Settlement


Geraint Lloyd-Watts

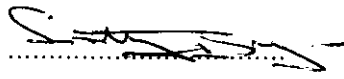


(AS ATTORNEY FOR JUNE LYNN LLOYD-WATTS)

June Lynn Lloyd-Watts

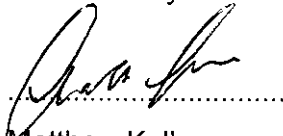


Alexander Bryce



(As attorney for Elizabeth Bryce)

Elizabeth Bryce



Matthew Keller