

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

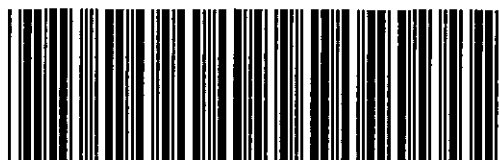
Company No. 2668025

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

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

BNL (UK) LIMITED

Given at Companies House, Cardiff, the 2nd December 2005



C026680251



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House

— for the record —

Company No: 2668025

THE COMPANIES ACTS 1985 AND 1989

WRITTEN MEMBERS' RESOLUTION

of

SARNATECH BNL LIMITED

(the "Company")



In accordance with section 381A of the Companies Act 1985, we, the undersigned, being all the members of the Company who at the date of these resolutions would be entitled to attend and vote at a general meeting of the Company, unanimously resolve that the following resolutions shall have effect as if they had been passed as special resolutions at a general meeting of the Company duly convened and held:

RESOLVED:

1. **THAT** the Company adopt new Articles of Association in the form of the draft produced to the Board Meeting held on 30 November 2005 and for the purpose of identification signed by the Chairman thereof in substitution for and to the exclusion of the existing Articles of Association.
2. **THAT** the name of the Company be changed to BNL (UK) Limited.

THE DATE OF THIS RESOLUTION IS 30/11 2005.

F. M. Little

Signed by Plastics Capital Limited as attorney for Sarna Polymer Holding Inc.

Date of signature

A copy of this written resolution was sent to the Company's auditors at the same time as, or before, this written resolution was supplied to any member of the Company for signature.