

FILE COPY



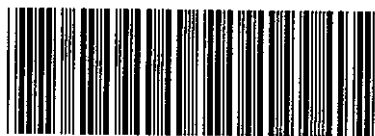
**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 2667268

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

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

Given at Companies House, Cardiff, the 27th January 1998



C02667268Q

R. C. [Signature]
R. C. [Signature]

For the Registrar of Companies

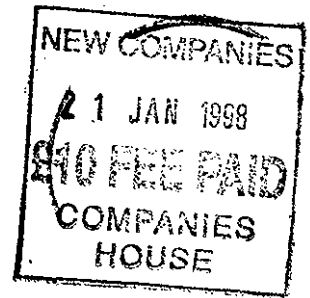


C O M P A N I E S H O U S E

HC006B

SPECIAL RESOLUTION

Number of Company: 2667268



THE COMPANIES ACT 1985

COMPANY LIMITED BY SHARES

SPECIAL RESOLUTIONS

pursuant to Section 378 Companies Act 1985

of LAITA UK LIMITED

Passed the 12th day of DECEMBER 1997

At an extraordinary general meeting of the members of the above-named company, duly convened and held at BRISTOL (FRANCE) on the 12 day of DECEMBER 1997 the following SPECIAL RESOLUTION(S) was/were duly passed:

THAT the name of the company be changed to EURILAIT LIMITED. ✓

The Company

F. L. T. W. R. D.

HAMBROCK

BRISTOL BS16 1QG

1

Chairman/Secretary

