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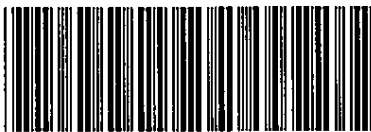
**CERTIFICATE OF INCORPORATION  
ON CHANGE OF NAME**

Company No. 13327

The Registrar of Companies for England and Wales hereby certifies that  
MONDI PACKAGING HOLCOMBE LIMITED

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

Given at Companies House, Cardiff, the 16th January 2008



\*C00013327F\*



THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES



*Companies House*  
— for the record —

HC006B

015379/10

Company No. 13327

THE COMPANIES ACTS 1862 TO 1985

AND

THE COMPANIES ACT 2006

COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

OF

MONDI PACKAGING HOLCOMBE LIMITED

TUESDAY



CIRCULATION DATE: 21 December 2007

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the resolution below is passed as a special resolution ("**Special Resolution**")

#### SPECIAL RESOLUTION

THAT the name of the Company be changed to Mondl Holcombe Limited

#### AGREEMENT

Please read the notes attached to this document before signifying your agreement to the Special Resolution

The undersigned, being entitled to vote on the Special Resolution on 21 December 2007 hereby irrevocably agree to the Special Resolution

NAME:

F. T ALLAN

for and on behalf of BUX Corrugated Containers Limited

SIGNATURE:

FT Allan

DATE:

21 December 2007

NAME:

F. T ALLAN

for and on behalf of Mondi Packaging Delta Limited

SIGNATURE:

FT Allan

DATE:

21 December 2007

**Notes:**

- 1 If you agree with the Special Resolution please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following methods -
  - 1 1 **BY POST:** returning the signed copy by post to Frank Allan at Mondi Packaging UK Holdings Limited, 2 Franks Road, Bardon Hill, Coalville, Leicestershire, LE67 1TT,
  - 1 2 **BY FAX:** faxing the signed copy to fax number 01530 511342 marked for the attention of Frank Allan,
  - 1 3 **BY EMAIL:** attach a scanned copy of the signed document to an email and send it to [frank.allan@mondipackaging.com](mailto:frank.allan@mondipackaging.com) Please enter "Special Resolution" dated 21 December 2007 in the subject box,
  - 1 4 **BY HAND:** delivering the signed copy to Frank Allan at the address in paragraph 1 1,
  - 1 5 If you do not agree to the resolution you do not need to do anything, you will not be deemed to agree if you do not reply
- 2 Once you have returned your agreement to the Special Resolution to the Company, you may not revoke your agreement
- 3 Where by 18 January 2008 insufficient agreement has been received for the Special Resolution to pass, the Special Resolution will lapse If you agree to the Special Resolution please ensure that your agreement reaches the Company on or before this date
- 4 In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company Seniority is determined by the order in which the names of the joint holders appear in the register of members
- 5 If you are signing this document on behalf of a person under a power of attorney or other authority, please send a copy of the power of attorney or other authority when returning this document