

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 2881649

The Registrar of Companies for England and Wales hereby certifies that
IMPKEMIX (NO. 49) LIMITED

having by special resolution changed its name, is now incorporated
under the name of
ICI PAINTS ROYALTIES COMPANY LIMITED

Given at Companies House, Cardiff, the 26th June 1997



C02881649P


MRS. L. PARRY

For the Registrar of Companies



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

HC006B

THE COMPANIES ACT 1985

WRITTEN RESOLUTION

OF

IMPKEMIX (NO. 49) LIMITED

COMPANY NUMBER: 2881649




We, the undersigned, being all the Members of the above Company for the time being entitled to receive notice of, attend and vote at General Meetings, hereby unanimously pass the following Resolution and agree that the said Resolution shall for all purposes be as valid and effective as if the same had been passed at a General Meeting of the Company duly convened and held.

It is resolved that the name of the Company be changed to:

ICI PAINTS ROYALTIES COMPANY LIMITED

DATED this 13th day of June 1997

SIGNED:


SECRETARY K J RUSHTON

duly authorised for and on behalf of
IMPERIAL CHEMICAL INDUSTRIES PLC