

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 3938607

The Registrar of Companies for England and Wales hereby certifies that

VALUECLIP LIMITED

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

INEOS HOLDINGS (FLUOR & SILICAS) LIMITED

Given at Companies House, London, the 8th January 2001



C039386077

A handwritten signature in ink, likely of the Registrar of Companies.

For The Registrar Of Companies



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

COMPANY No. 03938607

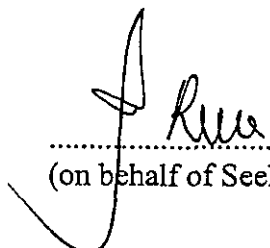
VALUECLIP LIMITED

(the Company)

SOLE MEMBER'S WRITTEN RESOLUTION

In accordance with regulation 53 of Table A as defined and incorporated in the articles of association of the Company, **WE**, the sole member of the Company who would have been entitled to vote upon the following resolution if it had been proposed at a general meeting of the Company at which we were present, **RESOLVE** that the following resolution shall be as valid and effectual as if it had been passed at a general meeting of the Company duly convened and held:

THAT the name of the Company be changed to "Ineos Holdings (Fluor & Silicas) Limited"


.....
(on behalf of Seekweb Limited)

Date: 21 December 2000

S/day £100
N/C
C-H-ACC