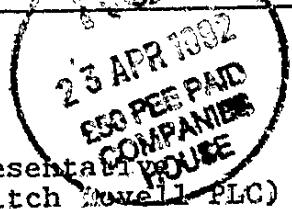


PARRISH & FENN LIMITED

Minutes of a Meeting of the Directors held at Belle Vale Road, Garsacre,
Liverpool L25 2PG on Tuesday 21st April 1992.

CC: PARRISH & FENN LTD

217320



PRESENT: Mr. M.A. Johnson (Chairman & Representative
Booker PLC and Fitch ~~Well~~ PLC)

Mr. E.D. Martin
Mr. P. Birch (Secretary)

1. The secretary read the notice convening the meeting and produced the consent to short notice signed by the members.
2. The chairman proposed the following resolution as a special resolution:

"That the company name be changed to
Newforge Foods Limited"

3. The chairman put the resolution to the meeting. The meeting was carried and the chairman declared the resolution carried.

[Handwritten signature]



FILE COPY



CERTIFICATE OF INCORPORATION ON CHANGE OF NAME

No. 217380

I hereby certify that

PARRISH & FENN LIMITED

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

NEWFORGE FOODS LIMITED

Given under my hand at the Companies Registration Office,
Cardiff the 1 MAY 1992

F. A. Joseph.

F. A. JOSEPH.

an authorised officer