

Company Number: 4457032

THE COMPANIES ACTS 1985 -1989

ORDINARY RESOLUTION

pursuant to section 378(2) of the Companies Act 1985

of

PROSPECT BASE LIMITED

7th June 2002

At an EXTRAORDINARY GENERAL MEETING of the above-named Company, duly convened and held at The Studio, St Nicholas Close, Elstree, Herts, WD6 3EW, the following ORDINARY RESOLUTION was duly passed:-

" That the authorised share capital of the Company be increased from £1,000 to £1,000,000 by the creation of 999,000 ordinary £1 shares, to rank pari passu in all respects with the present ordinary shares."



SIGNED

A handwritten signature in cursive script is written over a horizontal line.

~~Director~~/Secretary.