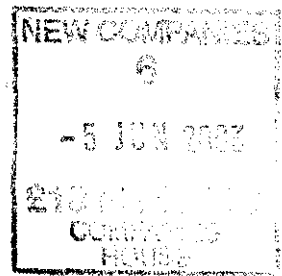


001604



SPECIAL RESOLUTION

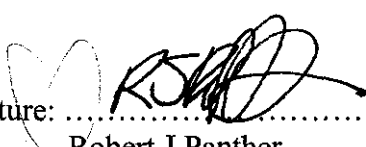
COMPANY NUMBER: 2673822

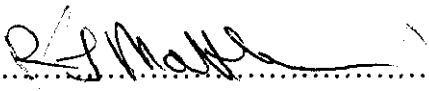
Special Resolution of **Panther Design Services Limited** passed on Friday 23rd May 2003.

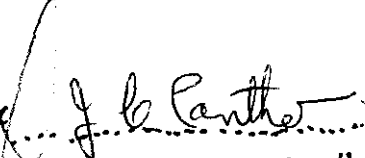
At an Extraordinary General Meeting of the above named company, duly convened and held at Barleyfield, Hinckley Fields, Hinckley, Leicestershire LE10 1YE on 23rd May 2003 at 10.30 am, the subjoined special resolution was duly passed,

RESOLUTION:

That the company's Memorandum and Articles of Association be altered such that, subject to the provisions of the Companies Act 1985, the company may purchase its own shares (including any redeemable shares) and make a payment in respect of the redemption or purchase of its own shares otherwise than out of the distributable profit of the company or the proceeds of a fresh issue of shares.

Signature: 
Robert J Panther

Signature: 
Richard J Matthews

Signature: 
Janet C Panther

