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THE COMPANIES ACT 1985

COMPANY LIMITED BY SHARES
_____MEAUJO (278) LIMITED

(Company No. 3068660)

WRITTEN RESOLUTIONS
OF
MEMBERS

We, being the holder of all the issued ordinary shares having the right to vote at any general meeting, hereby resolve (to the intent that the following resolutions shall be as effectual as if passed as ordinary resolutions at a general meeting duly convened and held) as follows:

1. Ordinary resolution

That the authorised share capital of the Company be increased from £10,000 to £30,000 by the creation of 20,000 new ordinary shares of £1 to rank pari passu with the existing ordinary shares.

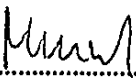
2. That the directors be and hereby are authorised to allot relevant securities (which expression shall in this resolution be construed in accordance with section 80 of the Companies Act 1985) up to a maximum of £30,000 in aggregate nominal value to the intent that this authority shall expire 5 years following the date on which this resolution is passed but may be previously revoked or varied by the company in general meeting and may be renewed by the company in general meeting for a further period not exceeding five years, and the company be and hereby is



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authorised to make any offer or agreement before the expiry of this authority which would or might require relevant securities to be allotted after this authority has expired with full power to the directors to allot relevant securities in pursuance of any such offer or agreement.

Dated: 14 September 1995


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for and on behalf of
Philsec Limited