

Company Number 187108

THE COMPANIES ACT 1985
COMPANY LIMITED BY SHARES

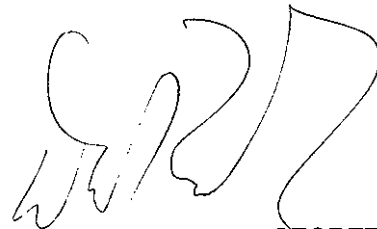
ORDINARY RESOLUTION

of

Norwest Holst Group Administration Limited

At an extraordinary general meeting of the above named Company duly convened and held at Astral House, Imperial Way, Watford, Hertfordshire, WD2 4YX on 19th November 1997 the following resolutions were passed as ordinary resolutions:-

1. **THAT** the share capital of the Company be increased from £500,000 to £500,010 by the creation of 10 new ordinary shares of £1 each ranking in all respects pari passu with the existing ordinary shares of £1 each in the capital of the Company.
2. **THAT** the directors are generally and unconditionally authorised pursuant to Section 80 of the Companies Act 1985 at any time or times during a period of five years from the date hereof to allot, or to grant any right to subscribe for or to convert any security into, all or any of the unissued shares in the authorised capital of the Company at such date.



SECRETARY

