Company No: 425964

The Companies Act 1985

Company Limited by Shares

Netcall Telecom Europe Limited

Resolutions passed 2nd October 2001

At an Extraordinary General Meeting of the above named Company duly convened and held at 78 Cannon Street, London on 2nd October 2001 the following resolutions were duly passed:

ELECTIVE RESOLUTIONS

THAT the Company hereby elects:

- (a) to dispense with the laying of accounts and reports before the Company in general meeting, in accordance with Section 252;
- (b) to dispense with the holding of annual general meetings in accordance with Section 366(A); and
- (c) to dispense with the obligation to appoint auditors annually in accordance with Section 386.

Secretary

A47 COMPANIES HOUSE 0667 31/10/01