

COMPANY NUMBER: 481650

THE COMPANIES ACT 1985

PRIVATE COMPANY LIMITED BY SHARES

SPECIAL RESOLUTIONS OF

RICEMANS INSURANCE BROKERS LIMITED

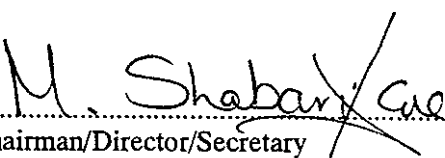
pursuant to Section 378 of the Companies Act 1985

passed on the 7th July, 1995

At an Extraordinary General Meeting of the members of the above named Company, duly convened and held at Ricemans Insurance Brokers Limited, Suite 3, 15 Canterbury Lane Canterbury, Kent.
on the 7th July, 1995, the following SPECIAL RESOLUTIONS were duly passed:-

SPECIAL RESOLUTIONS

1. That the Capital of the Company be increased from £7000 to £1,000,000 Ordinary Shares of £1 each to rank pari passu in all respects with the existing Ordinary Shares in the capital of the Company and that those shares be sub-divided into 1,000,000,000 (one billion) shares of .1 of a pence each.
2. The provisions set forth as Clause 5 of the Memorandum of Association be amended to:-
"The Share Capital of the Company is £1,000,000 divided into 1,000,000,000 Shares of .1 of a pence each".


Chairman/Director/Secretary

