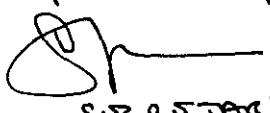


The Companies Act 1985  
and  
The Companies Act 1989

*Certified true copy*  
  
SECRETARY  
27/6/03.

Members' Resolution in Writing  
of

Communications Installations Technology Limited (the "Company")  
Company Number: 00609981

On the 17 day of June 2003, the following RESOLUTION IN WRITING (such resolution to have effect as a special resolution was duly passed by all the members who were at the date thereof entitled to attend and vote at a general meeting of the holders of the Company pursuant to section 381A, Companies Act 1985 (as amended) THAT:

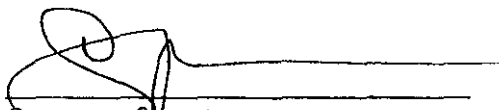
1. The following be and hereby be inserted into the Articles of Association of the Company, article number 7.(a):

The quorum necessary for the transaction of business of the Board may be fixed from time to time by the Board and unless so fixed at any other number shall be two. For the purposes of these Articles any Director who is able (directly or by telephonic communication) to speak and be heard by each of the other Directors present or deemed to be present in person at such meeting and shall be entitled to vote or be counted in the quorum accordingly. Such meeting shall be deemed to take place where the largest group of those participating is assembled, or, if there is no such group, where the chairman of the meeting then is, and the word 'meeting' shall be construed accordingly.

2. Regulation 10 of the Companies Act 1948, Table A Part I, which reads:-

"The company shall not give, whether directly or indirectly, and whether by means of a loan, guarantee, the provision of security or otherwise, any financial assistance for the purpose of or in connection with a purchase or subscription made or to be made by any person of or for any shares in the company or in its holding company nor shall the company make a loan for any purpose whatsoever on the security of its shares or those of its holding company, but nothing in this regulation shall prohibit transactions mentioned in the proviso to section 54(1) of the Act."

shall not apply.

  
Company Secretary

