

THE COMPANIES ACT 1985

PRIVATE COMPANY LIMITED BY SHARES

Company Number 689849

Special Resolution

Of

AMEC Facilities Limited

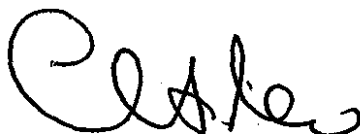
Passed on 22nd December 1999

At an Extraordinary General Meeting of the Company duly convened and held at Sandiway House, Hartford, Northwich, Cheshire, on 22nd December 1999 the following Resolutions were passed:-

SHARE CAPITAL

IT WAS RESOLVED THAT:

1. the ordinary share capital of the Company be increased from £100 to £2,500,000 by the creation 2,499,900 new ordinary shares of £1 each ranking in all respects pari passu with the existing ordinary shares in the Company; and
2. that the directors be unconditionally authorised, pursuant to section 80 of the Companies Act 1985, to allot all shares in the authorised share capital of the Company which are unissued at the time of the passing of this resolution at any time or times during the period of five years from the date hereof.



Chairman

