

R W STURGE LIMITED

THE COMPANIES ACT 1985
COMPANY LIMITED BY SHARES

RESOLUTIONS
passed at an Extraordinary General Meeting of the Company held on
17th September, 1990

BY SPECIAL RESOLUTION

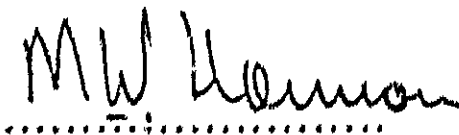
1. "THAT the Articles of Association of the Company be amended as follows:

Article 6 (a) shall be deleted in its entirety and Article 6 (b) shall be renumbered Article 6.

In Article 10 reference to paragraph 17 of byelaw 4 shall be deleted."

BY ELECTIVE RESOLUTION

2. "THAT, pursuant to section 366A of the Companies Act 1985, the Company hereby elects to dispense with the holding of an Annual General Meeting of the Company for 1991 and all subsequent years."
3. "THAT, pursuant to section 386 of the Companies Act 1985, the Company hereby elects to dispense with the obligation to appoint auditors annually."
4. "THAT pursuant to section 252 of the Companies Act 1985, the Company hereby elects to dispense with the laying of accounts and reports before the Company in general meeting for the year ending 30th September, 1990 and all subsequent years."


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Chairman

