THE COMPANIES ACT 1948 TO 1989

PRIVATE COMPANY LIMITED BY SHARES

ALAN DICK & COMPANY LIMITED

At an extraordinary general meeting of members of the above named Company held at The Barlands, London Road, Cheltenham, Glos., GL52 6UT on 26th February 1998 the following resolution was duly passed:

AS AN ORDINARY RESOLUTION

THAT

the Company's Articles of Association be amended by deleting the word "seven" from Article 9A and inserting the word "ten" in its place for the purpose of increasing the maximum number of Directors of the Company from seven to ten.

A. W. DICK

Chairman

A15 *A7L8W7DQ* 98 COMPANIES HOUSE 26/06/98