

20 - 07 - 95

COMPANY NUMBER: 1197246

THE COMPANIES ACT 1985

COMPANY LIMITED BY SHARES

COPY ORDINARY RESOLUTION

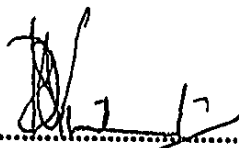
HALL & TAWSE MIDLANDS LIMITED

At an Extraordinary General Meeting of the above named company, duly convened and held at Raine House, Ashbourne Road, Mackworth, Derby DE22 4NB on the 3rd day of July 1994, the following Ordinary Resolution was duly passed:

..... "THAT the Company's authorised share capital be increased to £5,000,000 by the creation of 2,500,000 Ordinary Shares of £1 each.

THAT the Directors be generally authorised for the purposes of Section 80 of the Companies Act 1985, to exercise all the powers of the Company to allot relevant securities (as defined by Section 80(2) of the said Act) for an indefinite period from the date of the passing of this resolution of an aggregate nominal value up to £2,999,900 (being the amount of the authorised but unissued share capital of the Company following the passing of this resolution), and previous authorities given in respect of the said Section 80 are hereby revoked."

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.....
D.S. Vincent
Director

