

THE COMPANIES ACTS 1948 TO 1985

ORDINARY RESOLUTIONS
OF
COMPSTOCK ELECTRONICS LIMITED

COMPANY LIMITED BY SHARES

Passed the 14th day of January 1987

At an EXTRAORDINARY GENERAL MEETING of the Company duly convened and held on the above date at 8 New Square Lincoln's Inn London WC2A 3QJ the following Resolutions were duly passed, namely:-

1. ORDINARY RESOLUTION

That with a view to the acquisition of the whole of the issued share capital of Fascia Investments Limited the authorised share capital of the Company be and is hereby increased to £140,000 by the creation of 40,000 "B" Ordinary Shares of £1 each such Shares having attached to them the rights and privileges and being subject to the obligations set out in the Articles of Association of the Company ("the New Shares").

2. ORDINARY RESOLUTION

That the Directors of the Company be and are hereby authorised in accordance with the provisions of Section 80 of the Companies Act 1985 to allot and issue the New Shares



to J.S. Walker, Esq. as consideration for the acquisition of
the whole of the issued share capital of Fascia Investments
Limited.

A handwritten signature in dark ink, appearing to be 'J.S. Walker', written over a dotted line.

Chairman