

Company No. 1210525

1225619



SECTION 381A COMPANIES ACT 1985

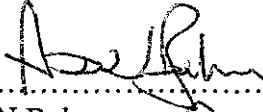
A.M.C. LIMITED

WRITTEN RESOLUTIONS


We, being all the members of the Company entitled to attend and vote at a General Meeting of the Company, hereby pass the following Resolutions as Written Resolutions and agree that the said Resolution shall for all purposes be as valid and effective as if the same had been passed at a General Meeting of the Company duly convened:

WRITTEN RESOLUTIONS

1. That the authorised capital of the Company be increased to £500,000 by the creation of 400,000 ordinary shares of £1 each to rank pari passu with the existing ordinary shares.
2. That, for the purpose of Section 80, Companies Act 1985, (and so that expressions used in this resolution shall bear the same meanings as in that Section) -
 - 2.1 the Directors be generally and unconditionally authorised to exercise for the period of five years from the date of the passing of this resolution all the powers of the Company to allot relevant securities up to an aggregate nominal amount of the current unissued share capital of the Company;
 - 2.2 the Company be authorised to make prior to the expiry of the said period any offer or agreement which would or might require the allotment of relevant securities after the expiry thereof, and the Directors may allot relevant securities pursuant to any such offer or agreement notwithstanding the expiry of any authority given by this resolution; and
 - 2.3 the authority hereby conferred shall be in addition to existing authorities conferred on the directors for the purpose of Section 80, Companies Act 1985.


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A D N Balme

.....27 JUN 2001.....
Date

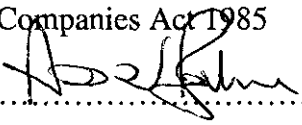

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R N Balme

.....27 JUN 2001.....
Date

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Mrs S G Balme

.....27 JUN 2001.....
Date

I confirm that a copy of this written resolution was sent to the Auditors of the Company at or before the time at which it was supplied to a member for signature in accordance with Section 381B, Companies Act 1985


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Director

27 JUN 2001
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Date