

Number of Company: 1,314,091

THE COMPANIES ACT 1985

ORDINARY RESOLUTION

OF

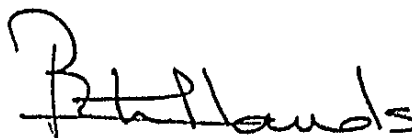
ALLMAKES LIMITED

Passed the 26th day of May 1992

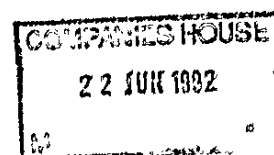
At an Extraordinary General Meeting of the Members of the
above-named Company, duly convened and held on the 26th day
of May 1992, the following ORDINARY RESOLUTION

was duly passed:-

That the existing authorised and issued share capital be sub-divided
and accordingly that each ordinary share of £1 be replaced with ten
ordinary shares of 10p each.



CHAIRMAN



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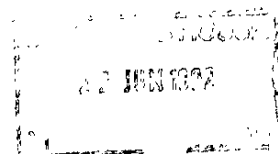
At an Extraordinary General Meeting of the Members of the
above-named Company, duly convened and held on the 26th day
of May 1992, the following ORDINARY RESOLUTION

was duly passed:-

That the directors of the company shall, within five years from the
date of this resolution, be entitled to exercise the company's power
to allot, grant options over or otherwise dispose of the shares which
are comprised in the authorised share capital of the company.



CHAIRMAN



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ORDINARY RESOLUTION

OF

ALLMAKES LIMITED

Passed the 26th day of May 1992

At an Extraordinary General Meeting of the Members of the
above-named Company, duly convened and held on the 26th day
of May 1992, the following ORDINARY RESOLUTION

was duly passed:-

That the authorised share capital of the Company be increased from
£25,000 to £250,000, to be divided into 10p ordinary shares, having
such rights, privileges and advantages as to voting or otherwise as
the Articles of Association may from time to time prescribe.



CHAIRMAN

