

G

COMPANIES FORM No. 288

Notice of change of directors or secretaries or in their particulars**288**Please do not
write in
this margin

Pursuant to section 288 of the Companies Act 1985

Please complete
legibly, preferably
in black type, or
bold block lettering

To the Registrar of Companies

For official use Company number

[] [] [] [] [] [] [] []

1506399

Name of Company

* Insert full name
of company

UTILICOM LIMITED

notifies you of the following change(s):

†Specify the
change and
date thereof
and if this
consists of the
appointment of
a new director
or secretary
complete the
box below
If this space is
insufficient use
a continuation
sheet.† On 1 March 1990, Mr S.B. Thomson resigned as Secretary of the
Company and Mr R.A. Pledger was appointed in his place.Particulars of new ~~director~~ or secretary (see note 1)

| | | |
|---|--|---|
| Name (note 2 and 3) Roger Anthony Pledger | | Business occupation§ |
| | | N/A |
| Previous name(s) (note 2) | | Nationality§ |
| | | N/A |
| Address (notes 3 and 4) 7 LARCHES WAY CRAWLEY DOWN W. SUSSEX | | Date of birth (where applicable) note (5)§ |
| Postcode RH10 4UJ | | N/A |
| Other directorships (note 6)§ | | |
| N/A | | |
| | | |
| | | |
| | | |
| I consent to act as Director Secretary† of the company named above | | |
| Signature R.A. Pledger | | Date 24/4/90 |

§Applicable to
directors only†Delete as
appropriate

Continued overleaf

Presentor's name, address and
reference (if any): MBH/YSCCOMINS & Co.
22 St. Andrew Street
EC4A 3ANFor official use
General Section

Post room

340
1-5-90

Particulars of new Director or Secretary (see note 1) continued

| | | |
|---|--|--|
| Name (notes 2 and 3) | | Business occupation* |
| Previous name(s) (note 2) | | |
| Address (notes 3 and 4) | | Nationality* |
| Postcode | | |
| Other directorships (note 6)5 | | Date of birth (where applicable) note (5)* |
| I consent to act as [Director][Secretary]† of the company named on page 1 | | |
| Signature | | Date |

*Applicable to directors only

†Delete as appropriate

number of continuation sheets attached (see note 7)

Signature

Designation5

DIRECTOR Date 24/4/90

Insert Director, Secretary, Administrator, Administrative Receiver or Receiver (Scotland) as appropriate.

Notes

1 'Director' includes any person who occupies the position of a director, by whatever name called, and any person in accordance with whose directions or instructions the directors of the company are accustomed to act.

2 For an individual, his present Christian name(s) and surname must be given, together with any previous Christian name(s) or surname(s).

'Christian name' includes a forename. In the case of a peer or person usually known by a title different from his surname, 'surname' means that title. In the case of a corporation, its corporate name must be given.

A previous Christian name or surname need not be given if:—

- in the case of a married woman, it was a name by which she was known before her marriage, or
- it was changed or ceased to be used at least 20 years ago, or before the person who previously used it reached the age of 18; or
- in the case of a peer or a person usually known by a British title different from his surname, it was a name by which he was known before he adopted the title or succeeded to it.

3 Where all the partners in a firm are joint secretaries, only the firm name and its principal office need be given.

Where the secretary or one of the joint secretaries is a Scottish firm, give only the firm name and its principal office.

4 Usual residential address must be given. In the case of a corporation, give the registered or principal office.

5 Date of birth need only be given if the company making the return is:—

- a public company;
- the subsidiary of a public company; or
- the subsidiary of a public company registered in Northern Ireland.

6 The names must be given of all bodies corporate incorporated in Great Britain of which the director is also a director, or has been a director at any time during the preceding five years.

However a present or past directorship need not be disclosed if it is, or has been, held in a body corporate which, throughout that directorship, has been:—

(a) a dormant company (which is a company which has had no transactions required to be entered in the company's accounting records, except any which may have arisen from the taking of shares in the company by a subscriber to the memorandum as such).

(b) a body corporate of which the company making the return was a wholly-owned subsidiary;

(c) a wholly-owned subsidiary of the company making the return; or

(d) a wholly-owned subsidiary of a body corporate of which the company making the return was also a wholly-owned subsidiary.

7 If the space overleaf is insufficient, the names and particulars must be entered on the prescribed continuation sheet(s).

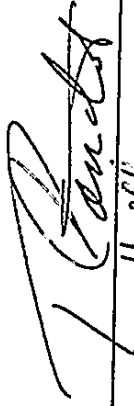
COMPANY NAME UTILICOM LIMITED COMPANY NUMBER 1506399

E L E C T I V E R E S O L U T I O N

We, being the Shareholders of the above named Company on 25th November 1991 confirm our election:

- * To dispense with the holding of Annual General Meetings and
- * Not to lay accounts and reports before the Company in general meetings, and
- * To dispense with the obligation to appoint auditors annually.

Signed on
behalf of

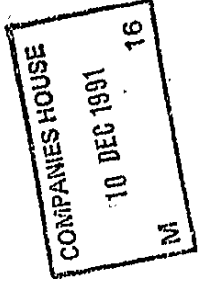
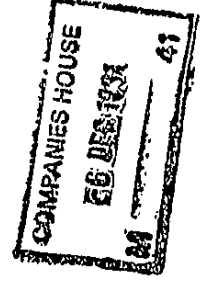


Utilicom Holdings Limited

Signed



Charles Jérémie Maillard
AND Utilicom Holdings
Limited.



10.12.91 B.A.9