

Company Number: 1683631

The Companies Acts 1985 to 1989

Special Resolutions
(pursuant to Section 378 of the Companies Act 1985)

of

METALOID LIMITED

At an Extraordinary General Meeting of the members of the above named Company held at

788-790 Finchley Road, London NW11 7UR

on the 1st day of March 1996, the following Special Resolutions were passed:

1. THAT the authorised share capital of the Company be increased from £100 to £1,000 by the creation of 900 Ordinary shares of £1 each ranking in all respects pari passu with the existing shares in the capital of the company.
2. THAT the Directors be and they are hereby generally and unconditionally authorised pursuant to Section 80 of the Companies Act 1985 to exercise any power of the Company to allot and grant rights to subscribe for or to convert securities into shares of the Company up to a maximum nominal amount equal to the nominal amount of the authorised but unissued share capital at the date of the passing of this resolution. Provided that the Authority hereby given shall expire five years after the date of the passing of this resolution unless previously renewed or varied save that the Directors may, notwithstanding such expiry, allot any shares or grant any such rights under this authority in pursuance of an offer or agreement so to do made by the Company before the expiry of this authority.
3. THAT the objects set forth in paragraph 3 of the document produced to this meeting, and for the purposes of identification marked with an "M", be approved and adopted as the objects of the Company, in substitution for, and to the exclusion of, all existing objects thereof, and the Memorandum of Association be altered accordingly.
4. THAT the regulations set forth in the printed document produced to this meeting and for the purposes of identification marked with an "A", be approved and adopted as the Articles of Association of the Company, in substitution for, and to the exclusion of, all existing Articles thereof.


TEMPLE SECRETARIES LIMITED
Chairman



A1 COMPANY SERVICES LTD
788-790 FINCHLEY ROAD
LONDON NW11 7UR
TEL. 0181-458 9637
FAX. 0181-905 5593