

Company Number: 01873281

EWJ

The Companies Act 1985 and 1989

Private Company Limited by Shares

Resolution in Writing

of

Optical Express (Southern) Limited

We, the undersigned, being the sole member of the Company for the time being who at the date of this resolution are entitled to receive notice of and to attend and vote at a general meeting of the Company hereby pass the following resolution as a Special Resolution, and agree that the said resolution shall, in accordance with section 381A of the Act, for all purposes be as valid and effective as if the same had been passed at a General Meeting of the Company duly convened and held.

Special Resolution

That the Articles of Association of the Company be and are hereby amended as follows:

1. by inserting the figure "26" between the figures "24" and "35" where they appear on line 1 of Article 1.2.
2. by inserting the following words at the end of Article 6:

"save that the Directors may not decline to register any transfer of any share(s) to a bank or financial institution or another person or entity of any kind whatsoever pursuant to the perfection or enforcement of security in respect of all or any of the shares in the capital of the Company".

[Signature]

For and on behalf of
DCM (Optical Holdings) Limited

17 October 2006

Date

