

COMPANY NUMBER 02199121

COMPANIES ACTS 1985 AND 1989

SPECIAL RESOLUTION

OF

SAFTRONICS 2 S LIMITED

Passed on 17th November 1995

At an Extraordinary General Meeting of the above named company duly convened and held at Pearson Street, Leeds, West Yorkshire on 17th day of November 1995 the following resolutions were duly passed as special resolutions of the company:

1. THAT:

- (i) four thousand ordinary shares of £1 each in the capital of the company registered in the names of Peter Hargreaves Wainman and Christopher John Lambert be and are hereby designated as A Ordinary Shares of £1 each having the rights and subject to the restrictions set forth below:
- (ii) two thousand ordinary shares of £1 each in the capital of the company registered in the name of Robert John Tremlin be and are hereby designated as B Ordinary Shares of £1 each having the rights and subject to the restrictions set forth below;



2. THAT the Articles of Association of the company be amended by adopting the following new article to be numbered 7A:

(i) The capital of the company as at the adoption of this article is £6,000 divided into

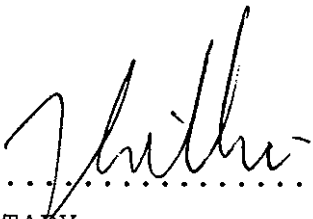
4,000 A Ordinary Shares of £1 each

2,000 B Ordinary Shares of £1 each

(ii) The profits of the company which it may from time to time be determined to distribute by way of dividend shall (subject to any rights which may be created on an increase of capital) be applied in paying the same to the holders of the A Ordinary Shares and the B Ordinary Shares in such proportions as the Directors shall in their absolute discretion decide;

(iii) In a winding-up the surplus assets of the company shall (subject to any rights which may be created upon an increase in capital) be applied in paying the same to the holders of the A Ordinary Shares and the B Ordinary Shares pro rata according to the amounts paid up thereon;

(iv) Each A Ordinary Share and each B Ordinary Share in the capital of the company shall confer on the holder thereof one vote.

x  x M.W.
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SECRETARY