

COMPANY NO. 2240729

THE COMPANIES ACT 1989

SPECIAL RESOLUTION

OF UTILICOM HOLDINGS LIMITED

At an Extraordinary General Meeting of the members of the above-named Company, duly convened and held at 16/26 Banner Street, London on the 3rd November 1989 the following special resolution was duly passed:-

IT WAS RESOLVED THAT the objects of the Company be amended by the deletion of the existing Clause 3(A) of the Memorandum of Association and by inserting therefor the following to be numbered 3(A):

To subscribe for, take, purchase or otherwise acquire and hold shares or other interest in or securities of any other company constituted or carrying on business in the United Kingdom or elsewhere and in particular (but without prejudice to the generality of the foregoing) any company having objects altogether or in part similar to those of this company or carrying on or proposing to carry on any business which this company is authorized to carry on or any other business capable of being carried on so as directly or indirectly to benefit this company.

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DIRECTOR

IOC Legal Services Ltd
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