

COPY RESOLUTIONS FOR FILING AT COMPANIES REGISTRY

Number of Company: 2311487

The Companies Act 1985



COMPANY LIMITED BY SHARES

SPECIAL RESOLUTIONS

of

INGLEBY (379) LIMITED



Passed on 23rd February 1989

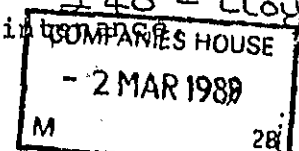
AT an EXTRAORDINARY GENERAL MEETING of the above-named Company duly convened and held at 42 Waterloo Street Birmingham on 23rd February 1989 the following Resolutions were duly passed as SPECIAL RESOLUTIONS:-

SPECIAL RESOLUTIONS

(1) THAT the name of the Company be changed from 'Ingleby (379) Limited' to 'Deltacam Systems Limited'.

(2) THAT the Memorandum of Association of the Company be amended by the adoption of the following new Clause 3(1)(AA) in addition to the existing clauses:-

"3(1)(AA) (i) To carry on the trades or business of the provision, sale, hire, lease, maintenance of the company's Lloyds



development and installation of computer systems, equipment for manufacture and inspection and computer software for whatever purpose in any country; and any other trades of business analogous to any of the foregoing.

- (ii) To acquire by purchasing, hiring or otherwise manufacturing and computer systems, the operating of same and the supply of services using such equipment.
- (iii) To provide advice and consultancy on the organisation of business and the use of manufacturing methods and computer systems and to provide training of personnel and advice on improving their business.
- iv *To carry out business as recruitment and training agency.* HH-
- (iv) To engage in research and development of software, computers and all activities associated with design and production.
- (v) To provide a range of service concerned with design, computer modelling and manufacture.
- (vii) To act as agents or managers in carrying on any business concerns and undertakings and to employ experts to investigate and examine into the conditions management prospects value and circumstances of any business concerns and undertakings and generally of any assets, property or rights of any kind."

(3) THAT the regulations contained in the document submitted

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to the Meeting and for the purpose of identification signed by the Chairman be approved and adopted as the Articles of Association of the Company in substitution for and to the exclusion of the existing Articles of Association thereof.

.....H. Kennedy
Chairman