

MAPPA MUNDI PLC

NOTICE IS HEREBY GIVEN that at an extraordinary general meeting of the Company held at 1 The Sanctuary, Westminster, London, SW1 on the 15 May 1990 at 10.35 am when the following resolutions were passed as special and ordinary resolutions:-

SPECIAL RESOLUTIONS

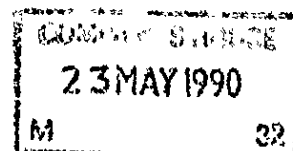
- (1) That the Company be re-registered as a private company under the Companies Act 1985 by the name of Mappa Mundi Company Limited and that its memorandum be amended accordingly as follows:-

1.1 In Clause 1, by the deletion of the words "Public Limited Company" and by substituting the word "Limited";

1.2 By deleting Clause 2.

1.3 By renumbering Clauses 3 to 6 as Clauses 2 to 5 respectively.


- (2) THAT the company adopt new Articles of Association in the form of the draft produced to the meeting and initialled by the Chairman for the purposes of identification and that the Secretary be directed immediately to register them with the Registrar of Companies.



- (3) THAT the provisions of the Memorandum of Association of the Company with respect to its objects be altered by replacing the existing Memorandum of Association with the Memorandum of Association set out in a form annexed to this Resolution and for the purposes of identification initialled by the Chairman.

ORDINARY RESOLUTIONS

- (4) THAT the capital of the Company be reduced from £156,551 divided into 156,551 ordinary shares of £1 each to £1,000 divided into one thousand ordinary shares of £1 each by cancelling 155,551 shares of £1 each and that the Memorandum of Association be amended accordingly.
- (5) THAT Messrs. Hodgson Impey be hereby appointed Auditors of the Company in the place of Messrs. Moores & Rowland.



CHAIRMAN OF THE
EXTRAORDINARY GENERAL MEETING

Secretary

15 May 1990