

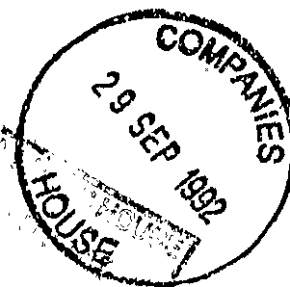
COMPANY NUMBER

2369526

THE COMPANIES ACTS 1985 to 1989

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION OF IDR EUROPE LIMITED



Dated this 8th day of September 1992

We, the undersigned, being all the members of the company who, at the date of this resolution would be entitled to attend and vote at general meetings of the company HEREBY PASS the following resolutions as a special resolution and agree that the said resolution shall, for all purposes be as valid and effective as if the same had been passed by us all at a general meeting of the company duly convened and held:

"That article 17 of the Articles of Association be deleted and replaced by:

17. The maximum number of Directors shall be ten unless otherwise determined by the Company in General Meeting."

Signed by

R A Schiffer

A Wheale

R Wharton

A Bevan

A F Fraley

B Beckett

for Frizzell Insurance
Brokers Limited

(K M. DAVIDSON)

R G J JAMES

(S. J. JAMES)

.....
.....
.....
.....
.....
.....

.....

.....