

Company Number: 2466472

COMPANIES ACT 1985

COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION OF THE MEMBERS OF

R. DELAMORE LIMITED

(passed on 10 September 2000)

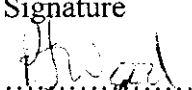
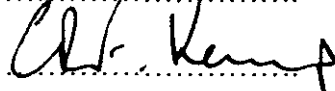
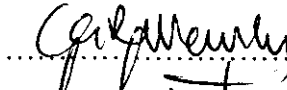

In accordance with the Company's Articles of Association and Section 381(A) of Schedule 15A(2) of the Companies Act 1985, we the undersigned, being all the members of the Company for the time being entitled to receive notice of and vote at a general meeting of the Company hereby resolve as follows:

SPECIAL RESOLUTION

That with effect from the passing of this resolution the existing Articles of Association of the Company be varied as follows:

1. the replacement of the full stop at the end of Article 3.1.2.3 by a semi colon; and
2. the addition of a new Article 3.1.2.4 as follows:

"3.1.2.4 if the Company does not own at the end of a financial year 100 per cent of the issued equity share capital of any subsidiary, then only the Proportion of the net profit or loss of that subsidiary is to be taken into account for the purpose of determining the Net Profit, and the expression "Proportion" shall mean the Company's percentage shareholding of the issued equity share capital of the relevant subsidiary at the end of the relevant financial year."

Name	Signature	Date of Signature
P Wood		29/08/00
C Kemp		10/9/00
C Mawby		6/09/00
R Wylie		4/09/00
3i Group plc		



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Name	Signature	Date of Signature
P Wood	.....	.....
C Kemp	.....	.....
C Mawby	.....	.....
R Wylie	.....	.....
3i Group plc		5/9/00