

THE COMPANIES ACTS 1985 to 1989

COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

- of -

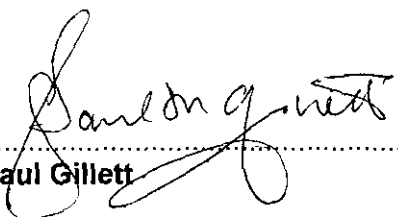
RIGHT DOCUMENT SOLUTIONS LIMITED
(the "Company")

Pursuant to Section 381A of the Companies Act 1985 (the "Act")
Passed on 4.04 2002

I, the undersigned, being the sole member for the time being of the Company having the right to attend and vote at a general meeting of the Company, **HEREBY PASS** the following resolution as a Special Resolution and agree that the said resolution shall be valid and effective as if the said resolution had been passed by me at a general meeting of the Company duly convened and held:

SPECIAL RESOLUTION

"**THAT** the contract proposed to be made between the Company (1) and David Wallbridge (2) for the purchase by the Company of 25,000 ordinary shares of £1.00 each in the capital of the Company, the terms of which are set out in the draft agreement attached to this Written Resolution, be and is hereby authorised."


Paul Gillett

