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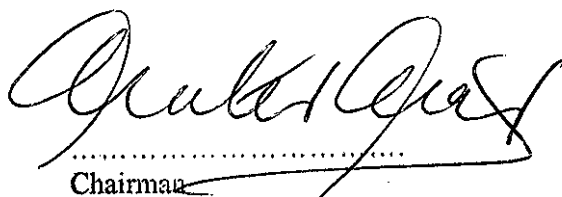
THE COMPANIES ACT 1985
COMPANY LIMITED BY SHARES

Ordinary Resolution
of
SECURE OFFICE SHREDDING LIMITED
(Passed 23 April 1998)

At an Extraordinary General Meeting of the Company duly convened and held on 23 April 1998 the following Resolution was passed as an Ordinary Resolution.

RESOLUTION
THAT

- (i) the share capital of the Company be increased to £101,000 by the creation of 100,000 redeemable preference shares of £1 each. These redeemable shares possess no voting rights.
- (ii) the holders of the said redeemable preference shares shall not be entitled to interest but shall be entitled to repayment at par ahead of the ordinary shareholders in the event of a winding up or sale of the company.
- (iii) The directors are generally and unconditionally authorised for the purposes of Section 80 of the Companies Act 1985 to allot relevant securities (as defined in Section 80 of the said Act) provided that the aggregate nominal value of such securities allotted pursuant to this authority shall not exceed the amount of the authorised share capital at the date of the passing of this resolution; and that this authority shall expire on the fifth anniversary of the date of the passing of this Resolution unless varied or revoked or renewed by the Company in General Meeting. Save that the directors notwithstanding such enquiry, allot relevant securities under this authority in pursuance to an offer or agreement so to do made by the company before the expiry of this authority.


Chairman

