

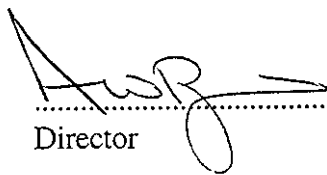
22 April 1997

REFLEX CARE LIMITED

SPECIAL RESOLUTION

The directors of the company passed an elective resolution on the 18 April 1997 to dispense with the holding of an Annual General Meeting for the year ended 31 December 1996.

The company, having been dormant throughout the year ending 31 December 1996 resolves to make itself exempt from the provisions of Part VII of the Companies Act 1985 (as amended by 5.14 of the Companies Act 1989) relating to the Audit of the Accounts.


Director

