

Company No: 2758955

The Companies Act 1985

COMPANY LIMITED BY SHARES

ORDINARY RESOLUTIONS

of

VISIONSTATUS LIMITED

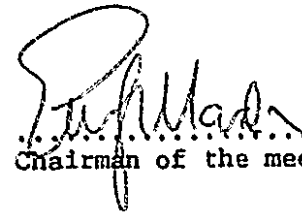
Passed 24 June 1993

AT an extraordinary general meeting of the Company, duly convened and held on 24 June 1993, the following resolutions were duly passed as ordinary resolutions:

RESOLUTIONS

1. That with effect from the passing of this resolution the authorised share capital of the Company is increased from £1,000 to £1,000,000 by the creation of 999,000 new Ordinary shares of £1 each.
2. That, pursuant to the provisions of section 80 of the Companies Act 1985, the Directors are generally and unconditionally authorised to exercise all the powers of the Company to allot relevant securities as defined by such section provided that:-
 - 2.1 the maximum amount of such securities which may be allotted under this authority (within the meaning of that section) is £999,998; and
 - 2.2 this authority shall, unless it is (prior to its expiry) duly revoked or varied or is renewed, expire on 17th June, 1998 save that the Company may, before such expiry, make an offer or agreement which will or may require relevant securities to be allotted after such expiry.

and the authority granted by this resolution is in substitution for any authority to allot relevant securities previously granted to the Directors which (to the extent that it remains in force and unexercised) is revoked.


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Chairman of the meeting