

JUPITER INDUSTRIES LIMITED

Co. No. 02772623

SPECIAL RESOLUTION OF THE COMPANY passed on 22nd June 1998

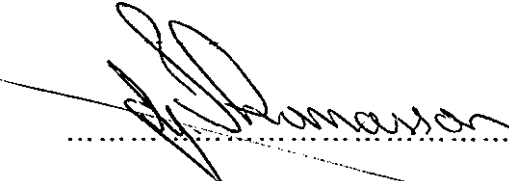
We the undersigned, being all the members of the Company at present, entitled to receive notice of and to attend and vote at general meetings, hereby pass the following resolution as a Special Resolution, pursuant to section 381A of the Companies Act 1985.

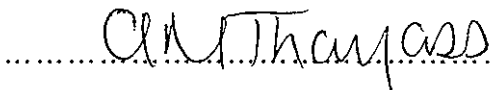
IT IS RESOLVED THAT

the Memorandum of Association of the Company be amended in the manner following, that is to say by the deletion of the present clause 5 and adoption of a new clause 5, namely :

The Company's share capital is £1,000, divided into :- 800 class 'A' shares
of £1 each

200 class 'B' shares
of £1 each

.....Member

.....Member

