

Company Number: 2799219

Companies Act 1985 to 1989
Company Limited by Shares

Special Resolution

of

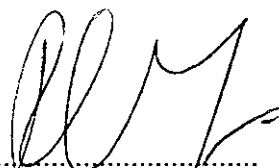
ARTEUS (UK) LIMITED

Passed on the 25th day of May 2000

The Sole Member of the Company resolved in writing pursuant to the Articles of Association the following Special Resolution on 25th May 2000:-

THAT the Memorandum of Association of the Company be amended by re-designating objects clauses 3(n) to 3(w) (inclusive) as 3(o) to 3(x) (inclusive), and by adopting a new clause 3(n), to read as follows:

3. (n) For any reason whatsoever to mortgage or charge, either with or without the Company receiving any consideration or advantage, all or any part of the undertaking, property, assets, rights and revenues present and future and uncalled capital of the company and to guarantee or otherwise support or secure, either with or without the Company receiving any consideration or advantage and whether by personal covenant or by mortgaging or charging all or any part of the undertaking, property, assets, rights and revenues present and future and uncalled capital of the Company or by any or all such methods or by any other means whatsoever, the liabilities and obligations of and the payment of any moneys whatsoever (including but not limited to principal, interest and other liabilities in respect of any borrowings or acceptance credits and in each and every case whether in pounds sterling or any other currency) by any person, firm or company including but not limited to any company which is for the time being the holding company (as defined in Section 736 of the Companies Act 1985) or a subsidiary undertaking (as defined by section 258 of the Companies Act 1985) of the Company or of the Company's holding company as so defined.



Rivercroft Limited
Secretary

