

Registered Number: 2822300

THE COMPANIES ACTS

CAMELOT INTERNATIONAL SERVICES LIMITED
(the "Company")

PRIVATE COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION

IN WRITING

On 13 March 2001 the following resolution was duly passed as a special resolution in writing of the Company.

SPECIAL RESOLUTION

That the Articles of Association of the Company be amended as follows:-


- (i) By deleting the definitions "Twenty Five Percent Shareholder" and "Twenty Five Percent Shareholder Group" and substituting therefor definitions as follows:-

"Twenty Percent Shareholder" means an Ordinary Shareholder, other than a member of a Shareholder Group, who holds not less than one fifth by paid-up nominal value of the Ordinary Shares in issue for the time being:-

"Twenty Percent Shareholder Group" means a Shareholder Group the members of which hold in aggregate not less than one fifth by paid-up nominal value of the Ordinary Shares in issue for the time being."

- (ii) By deleting all references respectively to "Twenty Five Percent Shareholder" and "Twenty Five Percent Shareholder Group" and "Twenty Five Percent Shareholders" and "Twenty Five Percent Shareholders Groups" in Article 102 of the Articles of Association of the Company and the substitution therefor of respectively "Twenty Percent Shareholder", "Twenty Percent Shareholder Group", "Twenty Percent Shareholders" and "Twenty Percent Shareholders Groups".

Dated: 13/3/01


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Company Secretary

(51239649.03)

