

09 - 01 - 98

Number Of Company 2935835

The Companies Act 1985

Special Resolution

OF MAN BYTES DOG LIMITED

Passed on 15 December 1997

At an EXTRAORDINARY GENERAL MEETING of the above named company, duly convened and held at 14 Broadwick Street, London on the 15th December 1997 at 12.30 pm.

SPECIAL RESOLUTION

- i). Resolved that the ordinary shares will be known as class A shares and will carry no voting rights but will still maintain ownership rights.
- ii). Resolved that class B shares will be created, carrying voting rights only. The company will be authorised to issue 1,000 one thousand shares with a nominal value of £1 each.
- iii). Resolved that both classes of shares would have equivalent dividend rights and winding-up rights.
- iv). Resolved that the company will be a subsidiary undertaking of the MBD Group Limited.


Mr. J.C. MORRIS
CHAIRMAN
15 December 1997

