THE COMPANIES ACTS 1985 AND 1989

PRIVATE COMPANY LIMITED BY SHARES

FINSBURY LIMITED

WRITTEN RESOLUTION of THE SHAREHOLDERS

OF "A" ORDINARY SHARES

The following Written Resolution of the "A" Ordinary Shareholders of £1 each in the capital of the Company was passed pursuant to Regulation 53 of Table A which applies to the Company

on 4 April 2001

THAT the holders of the 'A' Ordinary Shares of one pound each in the capital of the Company hereby sanction the passing of the Written Resolution attached to this Written Resolution and hereby sanction every variation, abrogation or modification of the rights and privileges attached to the 'A' Ordinary Shares of one pound each effected thereby.

Director/Secretary

A20 *AXU2LZOB* 0139
COMPANIES HOUSE 10/04/01