

**THE COMPANIES ACT 1985**  
**COMPANY LIMITED BY SHARES**

**WRITTEN RESOLUTION**

- OF -

**TARQUIN**  
(the "Company")

(Passed 22 December 1998)

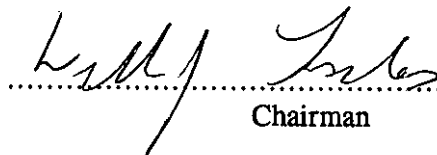
Pursuant to Section 381A Companies Act 1985 the following Resolution was duly passed on 1998 as a Special Resolution:

**Special Resolution**

"THAT the Articles of Association of the Company be and they are hereby amended by deleting Article 21 and replacing it with the following new Article,

**"Delegation of directors' powers**

- 21 The following sentence shall be substituted for the first sentence of Regulation 72 in Table A, namely: "The directors may delegate any of their powers to committees consisting of such person or persons (whether directors or not) as they think fit"."

  
.....  
Chairman

