

Company number 2983427

THE COMPANIES ACT 1985

PRIVATE COMPANY LIMITED BY SHARES

RESOLUTIONS

of

EUROBELL LIMITED

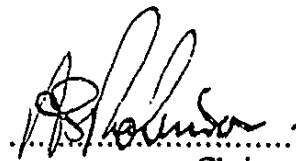
(passed on 27 September 1995)

At an EXTRAORDINARY GENERAL MEETING of the Company duly convened and held at East India House, 109-117 Middlesex Street, London E1 7JF on 27 September 1995, the following resolutions were duly passed as elective resolutions of the Company:

ELECTIVE RESOLUTIONS

1. That pursuant to section 252 of the Companies Act 1985, the Company dispense with the laying of accounts and reports before the Company in general meeting.
2. That pursuant to section 366A of the Companies Act 1985, the Company dispense with the holding of annual general meetings of the Company.
3. That pursuant to section 386 of the Companies Act 1985, the Company dispense with the obligation to appoint auditors annually.




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Chairman