

27-09-96

Company Number: 2992219

THE COMPANIES ACTS 1985 AND 1989

COMPANY LIMITED BY SHARES

ELECTIVE RESOLUTION

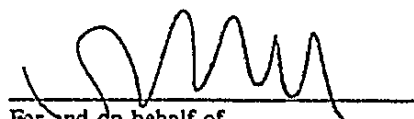
OF

NORLAND CAPITAL LIMITED

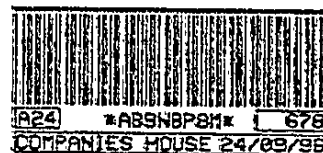
Pursuant to Regulation 53 of Table A in the The Schedule to the Companies (Tables A to F) Regulations 1985 (which forms part of the Articles of Association of the Company) we, being the sole Member of the Company for the time being entitled to receive notice of and to attend and vote at General Meetings of the Company HEREBY RESOLVE as follows:

ELECTIVE RESOLUTION

THAT in accordance with Section 366A of the Companies Act 1985 the Company shall dispense with the holding of Annual General Meetings.


For and on behalf of
Norland Capital Group plc

Dated: 16.4.96



27 - 09 - 96

Company Number: 2992219

THE COMPANIES ACTS 1985 AND 1989

COMPANY LIMITED BY SHARES

ELECTIVE RESOLUTION

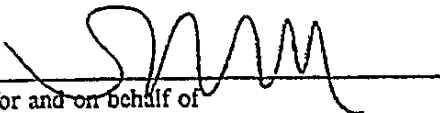
OF

NORLAND CAPITAL LIMITED

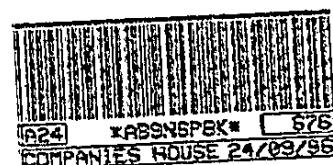
Pursuant to Regulation 53 of Table A in the Schedule to the Companies (Tables A to F) Regulations 1985 (which forms part of the Articles of Association of the Company) we, being the sole Member of the Company for the time being entitled to receive notice of and to attend and vote at General Meetings of the Company, HEREBY RESOLVE as follows:

ELECTIVE RESOLUTION

THAT in accordance with Section 252 of the Companies Act 1985, no Accounts and Reports shall in future be laid before the Company in General Meeting.


For and on behalf of
Norland Capital Group plc

Dated: 16.4.96



27 - 09 - 96

Company Number: 2992219

THE COMPANIES ACTS 1985 AND 1989

COMPANY LIMITED BY SHARES

ELECTIVE RESOLUTION


OF

NORLAND CAPITAL LIMITED .

Pursuant to Regulation 53 of Table A in the Schedule to the Companies (Tables A to F) Regulations 1985 (which forms part of the Articles of Association of the Company) we, being the sole Member of the Company for the time being entitled to receive notice of and to attend and vote at General Meetings of the Company, HEREBY RESOLVE as follows:

ELECTIVE RESOLUTION

THAT in accordance with Section 386 of the Companies Act 1985 the Company shall dispense with the appointment of Auditors annually.


For and on behalf of
Norland Capital Group plc

Dated: 16-4-96

