

Company Number: 3036256

**THE COMPANIES ACT 1985, AS AMENDED**

**COMPANY LIMITED BY SHARES**

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**WRITTEN RESOLUTION  
OF THE SOLE SHAREHOLDER OF  
ITNET PLC**

**(the "Company")**

**Passed on 4 August 2005**

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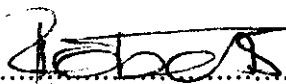
We, the undersigned, being the sole member of the Company for the time being entitled to receive notice of and attend and vote at general meetings of the Company hereby pass the following resolutions as written resolutions pursuant to section 381A of the Companies Act 1985, as amended.

**WRITTEN RESOLUTION**

**THAT:**

1. the Company be re-registered as a private limited company under the Companies Act 1985 by the name of "ITNET Limited"; and
2. the memorandum and articles of association attached hereto be adopted as the Company's memorandum and articles of association in substitution for the Company's existing memorandum and articles of association.

Dated 4 August 2005

  
.....  
for and on behalf of  
Serco Group plc

I CERTIFY THAT THIS IS A  
TRUE COPY OF THE ORIGINAL

  
.....  
SECRETARY/DIRECTOR

