

Company No. 03070065

The Companies Act 1985

ELECTIVE RESOLUTION OF

DIRECTIVE SOLUTIONS LIMITED

Passed the 19th day of June 1997

We the undersigned shareholders, being all of the members of the above company entitled to attend and vote at general meetings of the company hereby consent pursuant to Section 379A of the Companies Act 1985 to pass the following elective resolution:

"To dispense with the laying of accounts and reports before general meetings under Section 252 of the Companies Act 1985".

Notwithstanding that less than twenty-one days notice hereof has been given.

Signed:

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D H Kearney

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S A Kearney

