

Technological LTD

5 WAKELIN HOUSE BROCKLEY PARK LONDON SE23 1PU
Tel: 0181-314-0815

26 May, 1996

Written Shareholders' Resolutions

Pursuant to the Articles of Association of the Company we, the undersigned being all the members of the Company entitled to attend and vote at general meetings of the Company hereby agree and confirm that the following resolutions shall be valid and effectual as if they had been passed as elective resolutions at a general meeting of the Company duly convened and held accordingly we hereby resolve:

1. That in accordance with the provisions of section 252 of the Companies Act 1985 the Company dispenses with the laying of accounts and reports before the Company in general meeting in respect of the year ending at the end of the financial year.
2. That in accordance with the provisions of section 366A of the Companies Act 1985 the Company hereby dispenses with the holding of the Annual General Meeting for 1996 and subsequent years.
3. That in accordance with the provisions of section 386 of the Companies Act 1985 the Company hereby dispenses with the obligation to appoint auditors annually and that during the term that the dispensation is in force the directors be and they are hereby authorised to fix the auditors' remuneration.



Christopher Eardley



Suzanne Eardley

