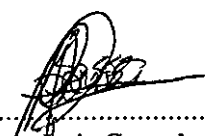


THE COMPANIES ACT 1985  
COMPANY LIMITED BY SHARES  
WRITTEN RESOLUTIONS  
OF THE MEMBERS OF  
JOSATA LIMITED



We, the undersigned, being all the Members of the above Company for the time being having a right to attend and vote at General Meetings, hereby pass the following Resolutions 1 to 3 as Elective Resolutions and Resolution 4 as an Ordinary Resolution in accordance with Section 381A of the Companies Act 1985, as inserted by Section 113 of the Companies Act 1989:

1. THAT, pursuant to Section 366A of the Companies Act 1985 (inserted pursuant to Section 115(2) of the Companies Act 1989), the holding of the Company's Annual General Meetings be and is hereby dispensed with.
2. THAT, pursuant to Section 252 of the Companies Act 1985 (inserted pursuant to Section 16 of the Companies Act 1989), the laying of Accounts and Reports before the Company in General Meeting be and is hereby dispensed with.
3. THAT pursuant to Section 386 of the Companies Act 1985 (inserted pursuant to Section 119 of the Companies Act 1989), the obligation to appoint Auditors annually be and is hereby dispensed with.
4. THAT the Board of Directors be and is hereby authorised to agree the Auditors' remuneration as required from time to time until such time as the Elective Resolution to dispense with the annual appointment of Auditors is revoked.

Signed   
Jose Luis Gerardo Gomez Bessa

Date Signed 20-08-96

Signed   
Sandra Angelica Gomez Bessa

Date Signed 16-08-96

Signed   
Tatiana Alicia Gomez Bessa

Date Signed 16-08-96

Signed   
Maria Gloria Bessa Bessa

Date Signed 16-08-96