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COMPANIES FORM No. 122

**Notice of consolidation, division,
sub-division, redemption or
cancellation of shares, or conversion,
re-conversion of stock into shares****122**Please do not
write in
this margin

Pursuant to section 122 of the Companies Act 1985

Please complete
legibly, preferably
in black type, or
bold block lettering*Insert full name
of company

To the Registrar of Companies

For official use Company number

3321782

Name of company

* REMOTE DIAGNOSTIC TECHNOLOGIES LIMITED

gives notice that:

By Special Resolutions of the Company dated 31 March 1999, the existing issued Ordinary Shares of £1.00 each were sub-divided into 100,000 Ordinary Shares of £0.001 each and the 93,000 issued Cumulative Redeemable Participating Shares of £1.00 each were converted into 93,000 Redeemable Participating Preference Shares of £1.00 each, all such Shares having the rights set out in the new Articles of Association of the Company, adopted on the same date.

†Insert Director,
Secretary,
Administrator,
Administrative
Receiver or Receiver
(Scotland) as
appropriateSigned  Designation Director

Date 29.4.1999

Presenter's name, address and
reference (if any):JCS/RDTXX.2
Bird & Bird
90 Fetter Lane
London EC4A 1JP
DX 119 LondonFor official use
General Section