

No: 3333366

THE COMPANIES ACT 1985

COMPANY LIMITED BY SHARES

RESOLUTIONS

-OF-

3T RPD LIMITED



Pursuant to Regulation 53 Table A Companies (Tables A to F) Regulations 1985 as incorporated into the Company's Articles of Association, the under-mentioned resolutions were on 29 December 1999 duly made as Ordinary and Special Resolutions respectively by writing under the hand of all members of the Company entitled to receive notice of and to attend and vote at General Meetings

ORDINARY RESOLUTIONS

1. That the existing 1,000 shares of £1 each of the Company be re-designated as "A" shares of £1 each having the rights set out in the new Articles of Association referred to at resolution 3 below.
2. That the authorised share capital of the Company be increased by £599,000 beyond the existing authorised share capital of £1,000 by the creation of 99,000 "A" shares of £1 each (each ranking pari passu in all respects with the 1,000 "A" shares referred to in resolution 1 above) and 500,000 "B" Shares of £1 each having attached thereto the rights set out in the new Articles of Association referred to at resolution 3 below.

SPECIAL RESOLUTION

3. That the existing Articles of Association of the company be replaced by new Articles of Association in the form annexed hereto and signed for the purposes of identification by the Company's Solicitors, Penningtons.

.....
 Secretary