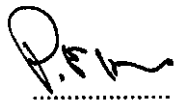


Company no. 3366658

THE COMPANIES ACT 1985
COMPANY LIMITED BY SHARES
ORDINARY RESOLUTIONS
OF
CASH-A-CHEQUE GREAT BRITAIN LIMITED
PASSED 31 OCTOBER 1997

At an extraordinary general meeting of the members held on 31 October 1997 at
2 p.m. the following were passed as ordinary resolutions:

1. "THAT the authorised capital of the company be increased from £100 to £100,000 by the creation of an additional 99,900 ordinary shares of £1 each to rank pari passu in all respects with the existing ordinary shares of the company".
2. "THAT in accordance with the provisions of section 80 Companies Act 1985 the directors be and are hereby unconditionally authorised to allot, grant options over, or otherwise deal with or dispose of any relevant securities (as defined in section 80(2) of the Act) of the company up to a maximum of £100,000 to such persons and generally on such terms and conditions as the directors in their sole discretion may determine".


..... Chairman

