

Company Number: 3400152

CAMBRIDGE NETWORK LIMITED
("the Company")

The following resolutions are hereby passed unanimously by all the members of the Company pursuant to section 381A of the Companies Act 1985.

RESOLVED AS AN ORDINARY RESOLUTION

THAT each share of £1.00 in the Company's share capital including the issued shares in the Company be subdivided into 100 shares of 1 penny each.

RESOLVED AS A SPECIAL RESOLUTION

THAT the existing Memorandum of Association of the Company be amended by the insertion of an additional objects clause 4.1A (as follows) and the redesignation of the current objects clause 4.1 as 4.1B.

"4.1A To create and support a community of like minded people from business and academia in the Cambridge region and link this community to the global high tech network."

RESOLVED AS A SPECIAL RESOLUTION

THAT the existing Articles of Association of the Company be replaced in their entirety with the attached Articles of Association.

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F S Hallsworth

.....
N W Brown

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Date

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Date

.....
For and on behalf of
3i Group Plc

.....
For and on behalf of
Amadeus Capital Partners Limited

.....
Date

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Date

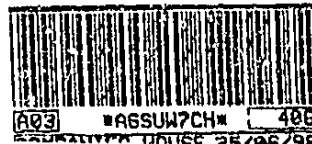
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For and on behalf of
Analysys Limited

.....
For and on behalf of
The University of Cambridge

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Date

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Date

Note: These resolutions shall take effect even though the signatures are not on a single document with effect from the date on which the resolution is signed by or on behalf of the last member to sign.



29-06-98

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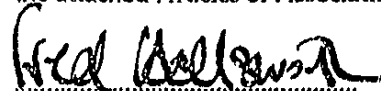
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F S Hallsworth

8 June 1998

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N W Brown

Date

For and on behalf of
3i Group Plc

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For and on behalf of
Amadeus Capital Partners Limited

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For and on behalf of
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Michael Hays

 For and on behalf of
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 For and on behalf of
 Amadeus Capital Partners Limited

9 June 1998

Date

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 Date

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 For and on behalf of
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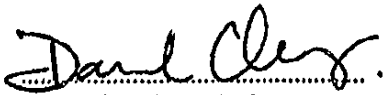
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N W Brown

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N. W. Brown
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For and on behalf of
Amadeus Capital Partners Limited

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For and on behalf of
The University of Cambridge

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