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**THE COMPANIES ACT 1985**  
**and**  
**THE COMPANIES ACT 1989**  
**COMPANY LIMITED BY SHARES**  
**ORDINARY RESOLUTION**

-of-

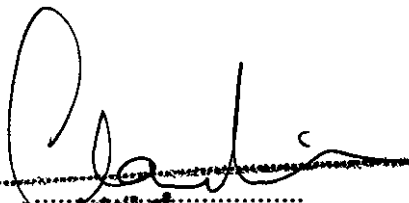
**PRECIS (1567) LIMITED**

(passed on 22nd October 1997)

At an Extraordinary General Meeting of the Company held at Via Ceradini 11/A, Milan Italy on 22nd October 1997 the following resolution was duly passed as an Ordinary Resolution of the Company:-

**ORDINARY RESOLUTION**

**THAT** the authorised share capital of the Company be increased to £210,000 by the creation of 209,900 Ordinary Shares of £1 each such new shares to rank pari passu in all respects with the existing Ordinary Shares in the capital of the Company.

  
.....  
For and on behalf of .....  
**OFFICE ORGANIZATION & SERVICES LIMITED**  
**SECRETARY**

