



The Link Asset and Securities Co. Ltd.

Number of Company: 3454743

THE COMPANIES ACT 1985 AND 1989

COMPANY LIMITED BY SHARES

**ORDINARY RESOLUTIONS
&
SPECIAL RESOLUTION**

OF

LINK ASSET & SECURITIES COMPANY LIMITED

We, the undersigned, being all the members of the above-named company ("the company") for the time being entitled to attend and vote at general meeting of the company hereby certify that the following resolutions have unanimously been passed by us this day pursuant to Section 381A of the Companies Act 1985, as amended:-

ORDINARY RESOLUTION

"that the capital of the company be increased to £ 112,500 by the creation of 12,500 ordinary shares of £1 each to rank pari passu with the existing ordinary shares of the company."

ORDINARY RESOLUTION

"that the directors be and are hereby generally and unconditionally authorised pursuant to Section 80(1) of the Companies Act 1985 to exercise any power of the company to allot and grant rights to subscribe for or to convert securities into shares of the company up to a maximum nominal amount equal to the nominal amount of the authorised but unissued share capital at the date of passing of this resolution, provided that the authority hereby given shall expire five years after the passing of this resolution unless previously renewed or varied save that the directors may, notwithstanding such expiry, allot any shares or grant any such rights under this authority in pursuance of an offer or agreement so to do made by the company before the expiry of this authority."

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The Link Asset and Securities Co. Ltd., 3rd Floor, 30-34 Langham Street, London WIN 5LB Regulated by SFA

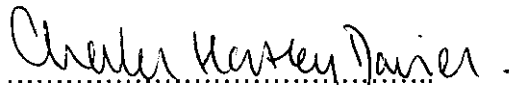
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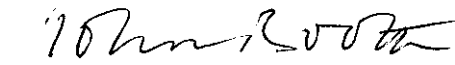
SPECIAL RESOLUTION

"that, notwithstanding the provisions contained in section 89 of the Companies Act 1985, the directors be and are hereby authorised to allot equity securities for cash pursuant to the authority conferred by the previous resolution as if the pre-emption provisions of the said section did not apply to any such allotment, provided that this power shall be limited to:

- (a) a period of five years from the passing of this resolution; and
- (b) the allotment of equity securities up to an aggregate nominal value of £ 12,500 ."

Dated this 20th September 2000.


.....
Charles Simon Hartley Davies
Shareholder


.....
John David Sebastian Booth
Shareholder