THE COMPANIES ACT 1985

COMPANY LIMITED BY SHARES

ELECTIVE AND ORDINARY RESOLUTIONS

OF

CAREER PROFILES LIMITED

Passed on 1 October 1998

At the Extraordinary General Meeting of the Company duly convened and held at SUTTON HOUSE, WEYSIDE PARK, CATTESHALL LANE, GODALMING, SURREY on 1 October 1998 the following Resolutions were duly passed:-

ELECTIVE RESOLUTIONS

- 1. THAT pursuant to Section 366A Companies Act 1985 the Company hereby elects to dispense with the holding of Annual General Meetings in 1998 and subsequent years until the election is revoked.
- 2. THAT pursuant to Section 252 Companies Act 1985 the Company hereby elects to dispense with the laying of accounts and reports before the Company in General Meeting.

Signature..

CHAIRMAN

A38 *AV7HRALF* 438
COMPANIES HOUSE 20/10/98