

THE COMPANIES ACTS 1985 and 1989

COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

CHARCO 703 LIMITED

Passed the 20th day of February 1998

WE, the undersigned, being all of the Members of the Company for the time being entitled to attend and vote at General Meetings, hereby resolve that the following resolution be passed as a Written Resolution pursuant to S.381A of the Companies Act 1985:-

That the objects of the Company be altered by deleting existing Clause 3(A) of the Memorandum of Association of the Company and substituting in lieu thereof the following new Clause 3(A):

- "3. (a) To provide computer software-based services to banks and financial institutions in connection with their property portfolios including licensing software and computer programs; and to carry on all or any of the businesses of computer-based services and activities including computer consultants, specialists and engineers, and writers, designers, devisers, organisers, marketers and dealers in computer systems and computer software, and of computer programmers and consultants in relation to the use of computers and data processing, and to purchase or otherwise acquire and take over any businesses or undertakings which may be deemed expedient, or to become interested in, and to carry on or dispose of, remove or put an end to the same or otherwise deal with any such businesses or undertakings as may be thought desirable".

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SIGNED For and on behalf of
HALCO MANAGEMENT LIMITED

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SIGNED For and on behalf of
HALCO SECRETARIES LIMITED

