

CORPORATE MOSAIC LIMITED

THE COMPANIES ACT 1985


REGISTERED NO. 3493191

At an extraordinary general meeting of members of the above named company duly convened and held at 3pm on 29 June 2001 the undermentioned resolution was duly passed:

SPECIAL RESOLUTION

THAT

1. the share capital of the Company be increased to £100,000 by the creation of an additional 94,900 Ordinary Shares of £1 and 5,000 A Ordinary Shares of £1 each; the new Ordinary Shares shall rank pari passu in all respects with the existing shares in the capital of the company; and
2. the rights of a holder of the A Ordinary Shares shall be as follows:
 - (1) an A Ordinary Share shall rank in all respects pari passu to the existing Ordinary Shares of the Company, excepting only (and then only before the first anniversary of the passing of this resolution) in respect of the rights of an Ordinary Shareholder upon a return of capital. In any such case a holder of A Ordinary Shares shall be entitled to receive, in priority to any return of capital to a holder of Ordinary Shares, the repayment of up to £0.5589 per share. Thereafter all repayments of capital shall be upon equal terms as between the holder of Ordinary Shares and A Ordinary Shares.
 - (2) upon the first anniversary of the passing of this resolution, the A Ordinary Shares shall be renamed Ordinary Shares and from such time shall rank pari passu in all respects with the remaining Ordinary Share capital of the Company.
- (3) the board be authorised to allot all the unissued share capital the Company at the date hereof pursuant to Section 80 Companies Act 1985 within 5 years of the adoption of this resolution.
- (4) Section 89(1) Companies Act 1985 be disappplied in respect of any allotment of share capital for cash upon the day of the adoption of this resolution.


Director and Secretary
Dated: 29 June 2001

