Company No. 3498755

DORMANT COMPANY RESOLUTION

THE COMPANIES ACT 1985, SECTION 252

SPECIAL RESOLUTION OF

TECHSKILL LIMITED

A UNANIMOUS SPECIAL RESOLUTION OF THE MEMBERS OF THE ABOVE NAMED COMPANY.

IT IS RESOLVED THAT THE COMPANY, HAVING BEEN DORMANT FOR THE PERIOD ENDED 31/1/99 AND NO ACCOUNTS HAVING BEEN LAID BEFORE IT IN GENERAL MEETING, RESOLVES TO MAKE ITSELF EXEMPT FROM THE PROVISIONS OF PART VII OF THE COMPANIES ACT 1985 (AS AMENDED BY S.14 OF THE COMPANIES ACT 1989) RELATING TO THE AUDITING OF ACCOUNTS.

First Clifton Nominees Limited

Authorised Signatory

Second Clifton Nominees Limited **Authorised Signatory**

DATE: 17 March 1999

COMPANIES HOUSE 23/03/99