

Company Number: 3554468

THE COMPANIES ACT 1985

SPECIAL RESOLUTION

OF

THE WAY AHEAD GROUP LIMITED

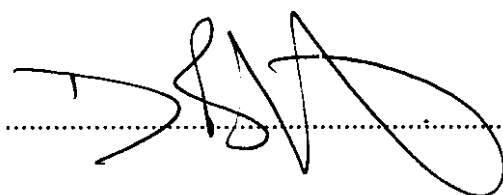
Passed on the 13th day of May 1998.

At an EXTRAORDINARY GENERAL MEETING of the above named Company duly convened and held at Church House, 13-15 Regent Street, Nottingham on the 13th day of May 1998 the following SPECIAL RESOLUTION was duly passed.

RESOLUTION

That the authorised share capital of the company be increased to:

10,000,000 ordinary shares of £1 each



..... D Brett (Director)

Presented for filing by:

