

Company Number: 03684766

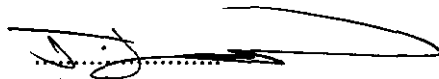
THE COMPANIES ACTS 1985 TO 1989  
PRIVATE COMPANY LIMITED BY SHARES  
WRITTEN RESOLUTION OF THE MEMBERS OF  
**VISITECH INTERNATIONAL LIMITED**

By way of written resolution pursuant to section 381A and Schedule 15A of the Companies Act 1985 (as amended) made by all of the members of the Company entitled to attend and vote at a general meeting of the Company for the purposes of the following business passed on 19.04.2005 the following SPECIAL RESOLUTION was duly passed:

**Special Resolution**

**THAT** the terms of the proposed contract in the form of the draft circulated with this resolution and initialled for the purposes of identification by the Company secretary whereby the Company will become entitled and obliged to purchase from the Second HSBC UK Enterprise Fund for the North East 10,588 "A" Ordinary Shares of £1.00 each in the capital of the Company, be and are hereby approved, and any two directors of the Company or any one director of the Company and the Company secretary, be and hereby are authorised to execute the same on behalf of the Company and to fulfil all the obligations of the Company thereunder.

Signed:

  
Director

Dated: 19-4-2005

Registered Office: Unit 92 Silverbriar  
Sunderland Enterprise Park East  
Sunderland  
SR5 2TQ

