

Company No: 3766617

THE COMPANIES ACT 1985
A COMPANY LIMITED BY SHARES

ORDINARY RESOLUTION

-of-

ELIANCE UK LIMITED


(Passed on 22 August 2000)

At an Extraordinary General Meeting of the above-named Company duly convened and held on 22 August 2000 at Watchmaker Court, 33 St John's Lane, London EC1M 4ND the following resolution was duly passed as an ordinary resolution:

ORDINARY RESOLUTION

THAT, conditional upon the passing of the special resolution numbered 3 in the notice convening the meeting, the authorised share capital of the Company be increased to £1,500,100 by the creation of 1,500,000 redeemable preference shares of £1 each having attached to them the rights and restrictions as set out in the proposed new articles of association contained in the printed document submitted to the meeting and for the purposes of identification signed by the Chairman thereof.

Signed:


.....
Chairman of the meeting

