

Company No: 3766617

**THE COMPANIES ACT 1985
A COMPANY LIMITED BY SHARES**

ORDINARY RESOLUTION

-of-

ELIANCE UK LIMITED


(Passed on November 21 2001)

At an Extraordinary General Meeting of the above-named Company duly convened and held on November 21 2001 at 61-69 rue de Bercy, 75012 Paris, France the following resolution was duly passed as an ordinary resolution :

ORDINARY RESOLUTION

THAT in accordance with section 80 Companies Act 1985 the directors be and are hereby generally and unconditionally authorised, for the period commencing on and with effect from the date of the passing of this resolution and expiring on the fifth anniversary of such date, to exercise all the powers of the Company to allot up to 900,000 ordinary shares of £1 each in the capital of the Company.

Signed:


Robert ZOLADE
Chairman of the meeting

