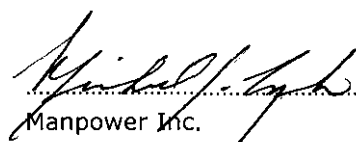


WRITTEN RESOLUTION OF THE SOLE MEMBER
OF THE EMPOWER GROUP LTD
PASSED ON 21 MAY 2001

That the Articles of Association of the Company be amended by the addition of a new Article 9.1.4 as follows:

"Without prejudice to the first sentence of Regulation 89, a meeting of the directors or of a committee of the directors may consist of a conference between directors who are not all in one place, but of whom each is able (directly or by telephonic communication) to speak to each of the others, and to be heard by each of the others simultaneously; and the word "meeting" in these Articles shall be construed accordingly."


Manpower Inc.

