

Company number: 3881620

ASPEN CORPORATION LIMITED

We the undersigned being members of the company, hereby resolve

As Ordinary Resolution:

That the authorised share capital of the Company be and is hereby increased from £100 to £501,000 by the creation of a further 900 Ordinary Shares of £1.00 each and 500,000 3% redeemable preference shares of £1 each with the rights as set out blow, and

That the directors be authorised to allot or otherwise dispose off the above redeemable preference shares to existing shareholders at par.

And as a Special Resolution

The following article be added to the Articles of Association.

RIGHTS OF SHARES

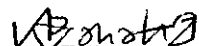
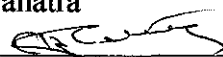
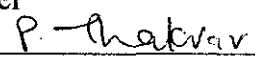
3% redeemable preference shares shall have no voting rights or rights to receive notice of or attend general meetings of the company save for separate class meetings of the redeemable preference shareholders, at which each redeemable share shall have one vote.


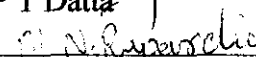
Rights on Winding-Up. Redeemable preference shares shall not be entitled to participate in any way in such a surplus, but shall have their nominal value repaid in priority to the ordinary shares.

Redeemable preference shares shall be entitled to an 3% cumulative annual dividend paid on an annual basis.

Redemption. The redeemable preference shares shall be redeemable at any time, at the company's option only. The redeemable preference shareholders shall not be entitled to call for repayment of their capital save as set out in " Rights on Winding-Up" above.

Dated this fourth day of March 2003.


A R Ganatra

A J Patel

P Thakrar


P T Datta

M Ruparelia

