

SPECIAL RESOLUTION ON INCREASE IN NOMINAL CAPITAL  
COMPANIES ACTS

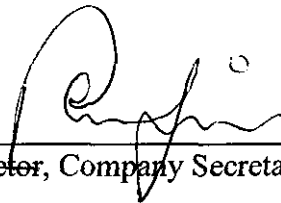
COMPANY NUMBER 3918190

COMPANY NAME Teleflight Limited

By Written Resolution unanimously agreed by all Members of the above named Company on the 10<sup>th</sup> day of April, 2001, the following Special Resolution was duly passed.

That the nominal capital of the Company be increased by £4,999,000.00 beyond the registered capital of £1000.00 making the total authorised share capital £5,000,000.00. That with effect from the time of the passing of this Resolution the directors be unconditionally authorised, pursuant to section 80, Companies Act 1985, to allot relevant securities (as defined in that Act) up to a maximum amount of £5,000,000, at any time or times during the period of five years from the date hereof and at any time thereafter pursuant to any offer or agreement made by the company before the expiry of this authority.

Signature

  
~~Chairman, Director, Company Secretary or Officer of the Company~~

Notes:

- Please delete as appropriate.

