Registered Number: 3928167

THE COMPANIES ACTS

CCH (H) LIMITED

PRIVATE COMPANY LIMITED BY SHARES

SOLE MEMBER'S DECISION(S) PURSUANT TO SECTION 382B COMPANIES ACT 1985 (the "Act")

The following is a written record pursuant to section 382B of the Act of decision(s) of the sole member of the Company which have effect as if agreed by the Company in general meeting:-

ORDINARY RESOLUTION

IT WAS RESOLVED:

- 1. THAT the authorised share capital of the Company be increased from £100 to £1,000,000 by the creation of 999,900 ordinary shares of £1 each to rank pari passu in all respects with the existing ordinary shares of £1 each of the Company.
- 2. THAT the directors be and they are hereby generally and unconditionally authorised to exercise all powers of the Company to allot relevant securities (within the meaning of section 80 Companies Act 1985) up to an aggregate nominal amount of £1,000,000 provided that this authority shall expire (unless previously renewed, varied or revoked by the Company in general meeting) on 3rd August 2005.

Sole Member

as authorised representative for

Amey Ventures Limited

(51620504.01)

A03 **A1DCTTN9** 0699
COMPANIES HOUSE 05/09/00

Date 7th Angust 2000