COMPANY LIMITED BY SHARES

COMPANY NO. 3984537

By a written resolution dated 2 August 2000, the following resolution was passed:

THAT the Memorandum of Association of the Company be altered with immediate effect with respect to the statement of its objects by:

- (a) deleting the existing sub-clauses 3.1 and 3.2 and replacing it with the following:-
- "3.1 [Intentionally left blank]
- 3.2 The objects for which the Company is established are:"; and
- (b) deleting the existing sub-clause 5 and replacing it with the following:-

"The Company's share capital is £10,000 divided into 1,000,000 Ordinary Shares of 1 pence each."

Company secretary

Presented by: Freshfields

65 Fleet Street

London EC4Y 1HS

(Reference: 103374-0063/JPLD/JB)

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COMPANIES HOUSE 14/08/00