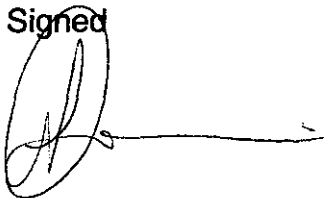


Company Number 4007719

Written Resolution of Serco Global Projects Limited

- i. That in accordance with S366A of the Companies Act 1985 the Company hereby elects to dispense with the requirement to hold Annual General Meetings until this resolution is revoked.
- ii. That in accordance with S352A of the Companies Act 1985 the Company hereby elects to dispense with the requirement of laying accounts and reports before the Company in general meetings,
- iii. That in accordance with S386A of the Companies Act 1985 the Company hereby elects to dispense with the obligation to appoint auditors annually.
- iv. That the Report and Financial Statements for the year ended 30 June 2001 be and are hereby approved.

Signed



Nimbus Holdings Limited



I CERTIFY THAT THIS IS A  
TRUE COPY OF THE ORIGINAL

  
SECRETARY/DIRECTOR

31/1/02