

WICKAM CAPITAL LIMITED
("the Company")

Company Number 4061756

THE COMPANIES ACTS 1985 TO 1989

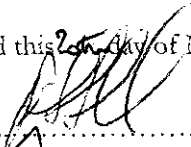
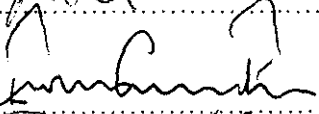
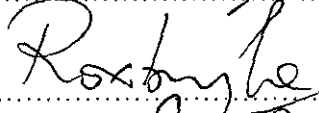

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS PURSUANT
TO COMPANIES ACT 1985, SECTION 381A
AND PURSUANT TO REGULATION 53 OF TABLE A
(WHICH IS INCORPORATED BY REFERENCE INTO
THE COMPANY'S ARTICLES OF ASSOCIATION)

We, the undersigned, being all the members of the Company, **HEREBY PASS** the following resolutions as written resolutions and agree that the said resolutions shall, for all purposes be as valid and effective as if the same had been passed by us all at a general meeting of the Company duly convened and held:

- 1 **THAT** the provisions of the Articles of Association of the Company be waived in relation to the allotment and issue of up to 3,054 Ordinary Shares of £1 each (and the grant of subscription rights in respect thereto) to employees of the Company and such allotment and issue of up to 3,054 Ordinary Shares of £1 each (and the grant of subscription rights in respect thereto) be and is approved;
- 2 **THAT** the Directors be and are hereby specifically authorised, in accordance with Section 80 of the Companies Act 1985, to allot relevant securities (as defined in that Section) up to an aggregate nominal amount of £3,054 provided that this authority shall expire on 30 April 2007.

Dated this 25th day of May 2002


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