

Company Number: 4133945

THE COMPANIES ACT 1985
COMPANY LIMITED BY SHARES

SPECIAL RESOLUTIONS

OF

UHV DESIGN LIMITED

(PASSED THE 21 DAY OF February 2006)

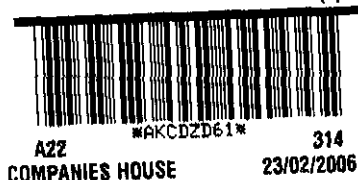
At an Extraordinary General Meeting of the above-named Company duly convened and held on the day of 21st February, 2006 the following Resolutions were passed as Special Resolutions:-

SPECIAL RESOLUTIONS

1. **THAT** the following shall be inserted into the Objects clause of the Memorandum of Association:

'(x) To provide financial assistance in accordance with the financial assistance whitewash provision of Sections 151-158 of the Act.'
2. **THAT** the giving by the Company of financial assistance (as set out in the Statutory declaration of the directors made today and which declaration has been made available to the members of the Company) for the acquisition by Judges Capital plc ("the Purchaser") of the entire issued share capital of the Company by the granting of security to the Governor and Company of the Bank of Scotland ("the Bank") and the entering into of other documents in the forms of the documents referred to in 2.1 to 2.4 (inclusive) be and they hereby are approved:
 - 2.1 a debenture between the Bank and the Company containing fixed and floating charges to secure the liabilities to the Bank;
 - 2.2 a deed of accession between the Company and the Purchaser and the Bank to a composite guarantee dated 24 May 2005 and made between the Purchaser, Fire Testing Technology Limited ("FTT") and the Bank (the "Composite Guarantee") which joins the Company into the Composite Guarantee pursuant to which each of the Purchaser, FTT and the Company will guarantee the liabilities of each other;
 - 2.3 an inter group loan agreement to be entered into by the Company (1), FTT (2) and the Purchaser (3); and
 - 2.4 a working capital facility letter in the total amount of £500,000 from the Bank to the Purchaser, FTT and the Company.
3. That the directors of the Company be hereby authorised to execute the above agreement and any and all other necessary documents in connection with the above.

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CHAIRMAN



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