
THE COMPANIES ACT 1985

A PRIVATE COMPANY LIMITED BY SHARES

ORDINARY RESOLUTION

- of -

DE FACTO 923 LIMITED



PASSED ON THE TWENTY EIGHTH DAY OF MARCH 2001

At an Extraordinary General Meeting of De Facto 923 Limited (the "Company") duly convened and held on 28 March 2001 the following resolutions were passed as Ordinary Resolutions of the Company:

ORDINARY RESOLUTIONS

1. THAT the authorised share capital of the Company be increased from £1,000 to £10,000 by the creation of 9,000 new Ordinary Shares of £1 each, such shares to form one class with the existing Ordinary Shares of the Company.
2. THAT for the purposes of Section 80 of the Companies Act 1985 (and so that expressions used in this resolution shall bear the same meanings as in the said Section 80):
 - 2.1 the Directors be and are generally and unconditionally authorised to exercise all powers of the Company to allot relevant securities up to a maximum amount of £10,000 to such persons and at such times and on such terms as they think proper during the period expiring at the end of five years from the date of the passing of this resolution;

- 2.2 the Company be and is authorised to make prior to the expiry of such period any offer or agreement which would or might require relevant securities to be allotted after the expiry of the said period and the Directors may allot relevant securities in pursuance of any such offer or agreement notwithstanding the expiry of the authority given by this resolution.

A handwritten signature in dark ink, appearing to read "G. M. James", is written over a horizontal line.

Deputy Company Secretary