

THE COMPANIES ACTS 1985 AND 1989
BLACK SPOT INTERACTIVE LIMITED

The resolutions set out below were passed as Written Elective and Special Resolutions of the Company on the 15 day of AUGUST 2002

ELECTIVE RESOLUTIONS


(1) RESOLVED THAT, in accordance with section 252 of the Companies Act 1985 (as amended), the Company hereby elects to dispense with the laying of accounts and reports before the Company in general meeting.

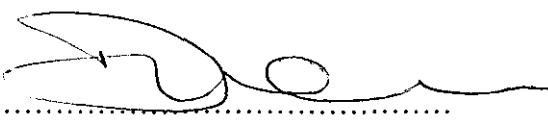
(2) RESOLVED THAT, in accordance with section 366A of the Companies Act 1985, the Company hereby elects to dispense with the holding of annual general meetings.

(3) RESOLVED THAT, in accordance with section 386 of the Companies Act 1985, the Company hereby elects to dispense with the obligation to appoint auditors annually.

SPECIAL RESOLUTION

(4) RESOLVED THAT, the Directors be authorised to fix the remuneration of the auditors (if appointed) of the Company.


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ANTHONY JOSEPH EAGLE


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DAVID WILLIAM CLARK

