

Company No: 4560857

Amicus Outsourcing Ltd

(the Company)

Written record of decisions of the sole shareholder

Pursuant to section 382 B Companies Act 1985 I, the sole shareholder of the Company, record in writing the following decisions made by me on 28 March 2003, which are to take effect as if agreed by the Company in general meeting:

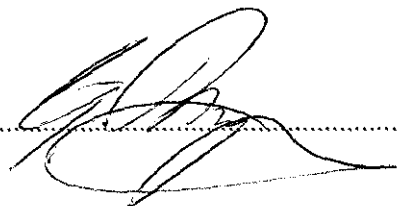
1

- (a) That the authorised share capital of the Company be increased from £100 (14 'A' ordinary £1.00 shares and 86 'B' ordinary £1.00 shares) to £100,000 by the creation of 99,900 ordinary shares of £1.00 each, such shares to have the rights and obligations set out in the articles of association of the Company.
- (b) that the Directors be and they are hereby generally and unconditionally authorised in accordance with section 80 of the Companies Act 1985 (**the Act**) to exercise all the powers of the Company to allot relevant securities up to an aggregate nominal amount of £99,900 for a period of 5 years from the date of the passing of this resolution but so that this authority shall allow the Company to make offers or agreements before the expiry of this authority which would or might require relevant securities to be allotted after such expiry; and

- 2 That the Memorandum of the Company be amended to reflect the increase in share capital of the Company.

Signed by
Geoffrey Thompson

Date: 17/9/3

) 



ED5
COMPANIES HOUSE

0057
24/09/03