

Company Number 5271302

THE COMPANIES ACTS 1985 TO 1989
PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION OF THE MEMBERS OF
FOCUSVISION (EUROPE) LIMITED
(the "Company")

in accordance with the articles of association of the Company

Dated this 31 day of July 2007

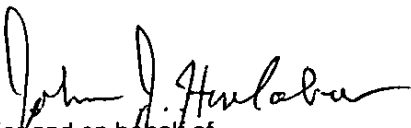
We, the undersigned, being the members of the Company who, at the date of these resolutions would be entitled to attend and vote at general meetings of the Company HEREBY PASS the following resolutions as special resolutions and agree that the said resolutions shall, for all purposes be as valid and effective as if the same had been passed by us all at a general meeting of the Company duly convened and held

SPECIAL RESOLUTIONS

We hereby resolve that the articles of association of the Company be and hereby are amended by replacing the existing article 5 and the insertion of a new article 5 immediately following article 4 6 which reads as follows -

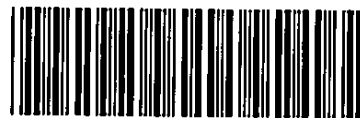
- "5 Notwithstanding anything contained in these Articles to the contrary, the directors will register any transfer of shares and may not suspend the registration of the transfer of any shares if such transfer
- (i) is to a bank or other financial institution (a "Financial Institution") to which such shares have been charged by way of security, whether as security trustee and/or agent or trustee for more than one Financial Institution or otherwise, or to any nominee or any transferee of such Financial Institution,
 - (ii) is delivered to the Company for registration by a Financial Institution or its nominee in order to perfect its security over such shares, or
 - (iii) is executed by a Financial Institution or its nominee pursuant to a power of sale or other power under such security

Regulation 24 of Table A shall be modified accordingly "


For and on behalf of
JOHN HOULAHAN
UKMAT 5270678 1


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MONDAY



LD4 "LY3K6U06" 28
22/10/2007
COMPANIES HOUSE


For and on behalf of
JUDY HOULAHAN


For and on behalf of
PETER HOULAHAN