

**OPALRAY LIMITED**

Minutes of a Extraordinary General Meeting of the shareholders of the Company duly convened and held at Douglas Bank House, Wigan Lane, Wigan, WN1 2TB, England on 1st May 2008.

Present: Gary Speakman - Chairman  
Christopher O. Harper - Secretary

Norman Molyneux was in attendance as a representative of the shareholders and held the proxies of the other two shareholders B.R.I' Anson and P.Kerridge including written waivers of notice to the meeting.

**1. Preliminary**

The Chairman reported that notice of the meeting had been given to all parties entitled to receive it. Written waivers of full notice had been received from all the shareholders.

The Chairman noted that a quorum was present and he declared the meeting open.

**2. Increase in Authorised Nominal Share Capital.**

After previous discussion with all the shareholders it had been agreed that the total Authorised Nominal Share Capital would be increased from the present £8,000 to £50,000 with each Ordinary share having a nominal value of £0.0004 in line with the current Ordinary Issued shares. All the new shares shall rank equally with existing shares.

Following an earlier directors board meeting this Extraordinary General Meeting had now been convened at the request of all the shareholders to approve the increase of the Authorised Nominal Share Capital as set out above. The increase in the Authorised Nominal Share Capital was approved by all the shareholders either voting in person or by proxy.

**3. Close of Meeting**

There being no further business the Chairman declared the meeting closed.

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Chairman

