

**THE COMPANIES ACT 1985
COMPANY LIMITED BY SHARES
SPECIAL RESOLUTION OF AQUASCOT MARKETING LIMITED
(Registered in Scotland Number 107209)**

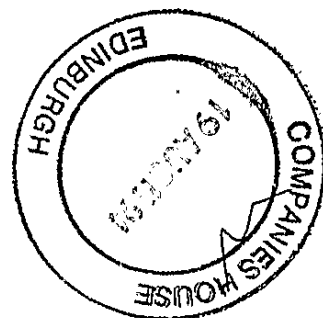
At an Extraordinary General Meeting of the members of the Company held at Alness Industrial Estate, Alness on 25th July 1994 the following Resolution was passed as a Special Resolution of the Company.

Special Resolution
Conversion of Shares

That the authorised Share Capital of the Company be, and is hereby, altered by the conversion and sub-division of 5,680 unissued "A" ordinary shares of £1 each into 568,000 "C" preference shares of £0.01 each having attached thereto the right set out in the Articles of Association of the Company.

Q. L. Murray
SECRETARY

Dennis O'Donoghue
CHAIRMAN.



THE COMPANIES ACT 1985
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SPECIAL RESOLUTION OF AQUASCOT MARKETING LIMITED
(Registered in Scotland Number 107209)

At an Extraordinary General Meeting of the members of the Company held at Ainess Industrial Estate, Ainess on 25th July 1994 the following Resolution was passed as a Special Resolution of the Company.

Special Resolution
Variation of Share Rights

That with the consents of the holders of the "B" preference shares of £1 each and the "C" ordinary shares of £1 each, the rights attaching to the respective classes of said shares be hereby varied in manner and to the extent provided in the Articles of Association of the Company as proposed to be adopted by the Resolution for the adoption of new Articles of Association dated 25th July 1994 and the said Resolution itself.

.....
Secretary

