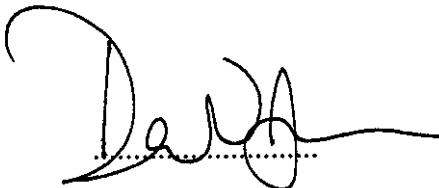


ARMA DEVELOPMENTS LIMITED
(Incorporated in Scotland No. SC116213)

At an Extraordinary General Meeting of ARMA DEVELOPMENTS LIMITED held on 15 December 1997 the following resolutions were duly passed in the case of numbers 1 and 2 as Ordinary Resolutions and in the case of number 3 as a Special Resolution:

1. "That the authorised share capital of the Company be and is hereby increased from £1,000 to £261,000 divided into 261,000 Ordinary Shares of £1 each, by the creation of an additional 260,000 Ordinary Shares of £1 each ranking *pari passu* in all respects with the existing ordinary shares of £1 each in the capital of the Company".
2. "That the Directors be and are hereby authorised generally and unconditionally to exercise all of the powers of the Company to allot relevant securities (within the meaning of Section 80(2) of the Companies Act 1985) subject always to the provisions of the Articles of Association of the Company provided that:
 - (a) the maximum nominal amount of relevant securities to be allotted in pursuance of such authority shall be the nominal amount of the unissued share capital of the Company from time to time whilst this authority is in force; and
 - (b) this authority shall expire, unless sooner revoked or varied by the Company in general meeting on 31 December 1997 save that the Company may before such expiry make an offer or agreement which would or might require relevant securities to be allotted after such expiry and the Directors may allot relevant securities in pursuance of such offer or agreement as if the powers conferred hereby had not expired."
3. "That pursuant to section 95(1) of the Companies Act 1985, Section 89(1) of that Act shall not apply to the allotment of shares pursuant to the authority conferred by the preceding paragraph (2)."




Director/Secretary