

Company No. SCO 155032

COMPANIES ACT 1985

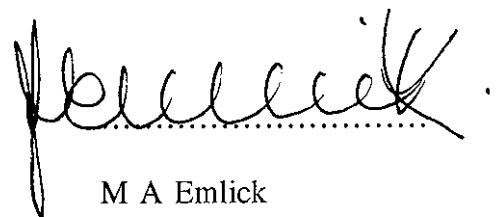
COMPANY LIMITED BY SHARES

DUNEDIN INDEPENDENT LIMITED
(the "Company")

SPECIAL RESOLUTION

At an Extraordinary General meeting of the Members of the Company duly convened and held at 49 Manor Place, Edinburgh EH3 7EG on Wednesday 10th December 1997 at the following resolution was duly passed as a Special Resolution of the Company:-

"**THAT** the existing Articles of Association of the Company be and they are hereby cancelled and in substitution therefor the Articles of Association of which a print is laid on the table and is subscribed by the Chairman for identification be and they are hereby adopted as the Articles of Association of the Company."



M A Emlick

Secretary

