

SPECIAL RESOLUTION

OF

DELLSTONE LIMITED

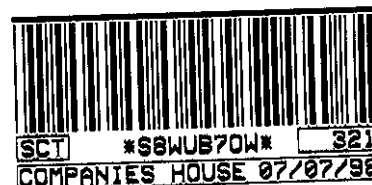
At an Extraordinary General Meeting of the Members of the said Company convened and held at14 MITCHELL LANE GLASGOW G1 3NU

on the 6TH day of JULY 1998.

the following Special Resolution was duly passed:-

That Clause 3(A) of the Memorandum of Association be deleted and the following clause be substituted:-

To carry on in Scotland and elsewhere all or any of the businesses of an engineering services company in all its branches; to provide engineering, design, draughting, technical, consultancy and management services to any person, firm, company or corporation; to advise on, prepare and provide detailed designs, drawings, surveys, levels, sections and reports, plans, working details, specifications, bills of quantity and all forms of tender in connection therewith; to act as consultant engineers, surveyors, quantity surveyors, geometrical and dimensional controllers, quality assurance controllers and to undertake all testing and processing duties as required; to carry on business as advisors, consultants and specialists regarding all site supervision and commission work for commercial and industrial contractors and to provide skilled staff and design engineers in connection therewith; to create, establish and maintain the provision of a drawing office and design service to engineers, architects, contractors or any other person, firm, company or corporation; to act as civil, mechanical, electrical, electronic, precision, motor and general engineers and contractors and as designers, manufacturers, letters on hire, maintainers, repairers, agents for and dealers in plant, machinery, tools, apparatus and equipment of every description and to provide services of all kinds which may be required, directly or indirectly, in connection with the foregoing businesses; to undertake, perform and carry out all kinds of commercial, trading and financial operations and to buy, sell and deal in articles and things of all kinds necessary or useful for carrying on the foregoing businesses, or any of them, or which may seem capable of being profitably dealt with in connection with any of such businesses or likely to be required by customers of or persons having dealings with the Company.

Presented by:STEPHEN MABBOTT ASSOCIATES
14 MITCHELL LANE
GLASGOW
G1 3NU
.....
DIRECTOR / SECRETARY