

Registered Number 192834

GLASGOW 20 December 2000  
This and the succeeding (1) pages  
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COMPANIES ACTS 1985 TO 1989

BIGG & BAILLIE  
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PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS OF COREDATA LIMITED

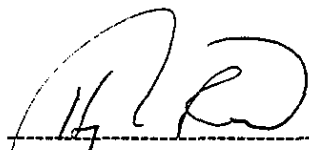
I the undersigned, being the sole member of CoreData Limited ("the Company") who at the date of these resolutions would be entitled to attend and vote at a general meeting of the Company, in accordance with the provisions of section 381A of the Companies Act 1985 (as amended) and pursuant to the powers and authorities contained in the Articles of Association of the Company HEREBY RESOLVE as follows, resolutions numbered 5 and 6 to take effect as special resolutions and resolutions numbered 1, 2, 3, 4 and 7 to take effect as ordinary resolutions:-

1. "THAT each of the existing 1,000 issued and 99,000 unissued A Ordinary shares of £1 each in the capital of the Company be and is hereby sub-divided into and reclassified and converted into 10 Ordinary shares of £0.10 each carrying the rights privileges and restrictions set out in the Articles of Association adopted pursuant to resolution 7 below."
2. "THAT each of 53,846 of the existing unissued B Ordinary shares of £1 each in the capital of the Company be and is hereby sub-divided into and reclassified and converted into 10 A Ordinary shares of £0.10 each carrying the rights privileges and restrictions set out in the Articles of Association adopted pursuant to resolution 7 below."
3. "THAT each of 27,149 of the unissued B Ordinary shares of £1 each in the capital of the Company be and is hereby sub-divided into and reclassified and converted into 10 Ordinary shares of £0.10 each carrying the rights privileges and restrictions set out in the Articles of Association adopted pursuant to resolution 7 below."
4. "THAT the directors of the Company be and are hereby generally and unconditionally authorised to exercise all the powers of the Company to allot relevant securities (within the meaning of section 80 of the Companies Act 1985) up to a maximum nominal amount of £809,950 provided that the authority hereby given shall expire five years after the passing of this



resolution unless previously revoked or varied 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 board may allot relevant securities in pursuance of such offer or agreement as if the authority conferred hereby had not expired."

5. "THAT pursuant to section 95(1) of the Companies Act 1985, section 89(1) of the Companies Act 1985 shall not apply to any allotment of shares pursuant to the authority conferred on the directors by resolution 4 above."
6. "THAT the regulations contained in the document annexed and signed for the purposes of identification as relative to this resolution be and are hereby approved and adopted as the new Articles of Association of the Company in substitution for and to the exclusion of the existing Articles of Association of the Company."
7. "THAT in accordance with Section 121(2)(e) of the Companies Act 1985, 241,150 unissued Preference Shares of £1 each in the capital of the Company and 69,005 unissued B Ordinary Shares of £1 each in the capital of the Company be cancelled, diminishing the authorised share capital of the Company from £500,000 to £189,545."

  
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Hugh Revie

Date 18.12.00