

Company No 1508514

THE COMPANIES ACTS 1985 AND 1989

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

of

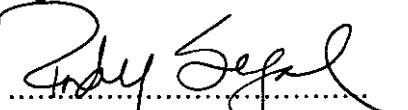
HUGHES NETWORK SYSTEMS EUROPE LIMITED
(the "Company")

On ~~22 October~~ 2003 the following resolutions were duly passed as written resolutions of the Company in accordance with section 381A of the Companies Act 1985 by the sole member of the Company who, at that date, was entitled to attend and vote at general meetings of the Company:-

ORDINARY RESOLUTIONS

1. THAT the share capital of the Company be hereby increased from £12,835,506 to £80,000,000 by the creation of 67,164,494 new ordinary shares of £1 each ranking pari passu in all respects with the existing ordinary shares.
2. THAT, in substitution for any previous authority, the directors be hereby generally and unconditionally authorised, in accordance with section 80 Companies Act 1985, to allot relevant securities (as defined in that section) up to a maximum aggregate nominal amount of relevant securities of £67,164,495, provided that this authority will expire on the date being five years from the date on which this resolution is passed, but the Company may before this authority expires make an offer or agreement which would or might require relevant securities to be allotted after this authority expires and the directors may allot relevant securities pursuant to such offer or agreement as if this authority had not expired.

Signed


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Director/Secretary

