

No. 2450180

THE COMPANIES ACTS 1948 - 1989

COMPANY LIMITED BY SHARES

RESOURCE DEVELOPMENT INTERNATIONAL LIMITED

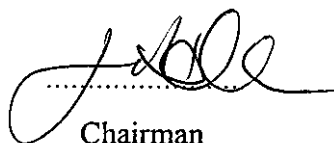
At an Extraordinary General Meeting of the Company held at 10 Mercia Business Village, Westwood Heath, Coventry CV1 8HX on 1st May, the following resolutions were duly proposed and passed as Special Resolutions of the Company.

SPECIAL RESOLUTIONS

2. THAT the board of directors be authorised for all the purposes of the Companies Acts and notwithstanding Sections 80 to 95 of the Companies Act 1985 to issue to Mr John William Holden 39,998 new Ordinary Shares of £1 each in the capital of the Company in consideration of the acquisition of his business known as Resource Development International.
3. THAT clause 3(a) of the Memorandum of Association of the Company be deleted and the following substituted therefor:-

"To carry on the business of education training in all its facets and to acquire any such business or businesses in that field and to carry on such business together with any related businesses"

By Order of the Board

  
Chairman

Dated *1<sup>st</sup> May* 1995

Registered Office  
29 Warwick Road  
Coventry  
CV1 2ES

