



CPTM Ltd

CERTIFIED TO BE A TRUE AND EXACT
PHOTOCOPY OF THE ORIGINAL.

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For Deloitte & Touche LLP

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Company No. 3067909

THE COMPANIES ACT 1985

COMPANY LIMITED BY GUARANTEE
AND NOT HAVING A SHARE CAPITAL



SPECIAL RESOLUTION
OF
COMMONWEALTH PARTNERSHIP FOR TECHNOLOGY MANAGEMENT LIMITED
("the Company")

15 DECEMBER 2004

At the annual general meeting of the members of the Company duly convened and held at the Registered Office of the Company, 63 Catherine Place, London SW1E 6DY on 15 December 2004, the subjoined resolution was passed as a special resolution:

SPECIAL RESOLUTION

3. That the Company's Articles of Association be and are hereby amended as follows:

3.1 By the addition of the following as new Article 85A:

"Any Director may participate in the proceedings of a meeting of the Directors by means of a communication device (including a telephone) which allows all of the other Directors present at such meeting to hear at all times such Director and such Director to hear at all times all other Directors present at such meeting (in each case whether in person or by means of such type of communication device) and any Director so participating in the meeting shall be counted when calculating a quorum. A meeting which takes place by conference telephone or using video conference equipment or other communications device will be treated as taking place where the Chairman is."

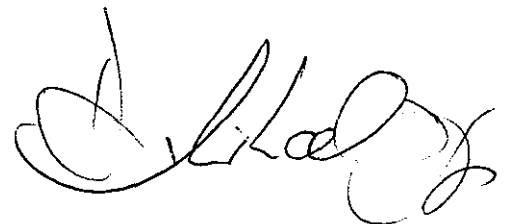
3.2 By the addition of the following as new Article 101A:

"Without prejudice to Articles 100 and 101, the Company may give notice to a member using electronic communications to an address for the time being notified to the Company subject to such terms and conditions as the Directors in their absolute discretion consider appropriate."



3.3 By the addition of the following as new Article 103A:

“Any notice or other document addressed to a member shall, if sent using electronic communications, be deemed to have been served or delivered at the expiration of 24 hours after it was first sent. In providing such service or delivery it shall be conclusive to prove that the address used for the electronic communication was the address supplied for that purpose and the electronic communication was properly dispatched, unless the Company is aware that there has been a failure of delivery of such notice or document following at least two attempts in which case such notice or document shall be sent to the member at his registered address provided that the date of deemed service or delivery shall be 24 hours from the dispatch of the original electronic communication in accordance with this article.”

A handwritten signature in black ink, appearing to read 'Dr M Y Smith', with a stylized, cursive script.

Dr M Y Smith

DIRECTOR AND CEO

PRESENTED BY:

DELOITTE & TOUCHE LLP, HILL HOUSE, 1 LITTLE NEW STREET, LONDON EC4A 3TR