

3139656

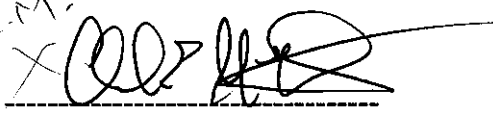
**WRITTEN RESOLUTION  
OF  
ANSPACH EUROPE LIMITED  
ORDINARY RESOLUTION**

Passed the 31<sup>st</sup> December 2001

Anspach Europe Limited. 4500 Riverside Drive, Palm Beach Gardens  
Florida 33410, USA

The following resolution was passed as an Ordinary Resolution by the above  
Company

We being the all the members of the Company do hereby elect that the capital  
of the Company be increased from £1000 to £100,000 by the creation of an  
additional 99800 shares of £1 each to rank pari passu in all respects with the  
existing ordinary shares in the capital of the Company. (The Memorandum of  
Association of the Company be amended according.)

C.M.  
X   
-----

On behalf of Anspach Effort Inc

