

Company Number: 3573461

THE COMPANIES ACTS 1985 and 1989
PRIVATE COMPANY LIMITED BY SHARES

RESOLUTION IN WRITING

of

RAPID RACELINE LIMITED

(the "Company")

Pursuant to Regulation 53 of Table A as adopted by the articles of association of the Company, TTC3 Limited being the sole member of the Company and being entitled to attend and vote at a General Meeting of the Company, hereby resolves as follows:

1. That the authorised share capital of the Company be increased to £2,000,000 by the creation of 1,000,000 ordinary shares of £1 each to rank pari passu in all respects with the existing ordinary shares in the capital of the Company.
2. That the Directors be and they are hereby generally and unconditionally authorised, in substitution for all subsisting authorities to the extent unused, 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 an aggregate nominal amount of £2,000,000 during the period of five years from the date of the passing of this resolution.

SIGNED.....
for and on behalf of
TTC3 LIMITED

DATED.....26/3/01.....

