

Company Number 3986153

The Companies Acts 1985 and 1989

Private Company Limited by Shares

Written Resolutions of

BBGR LIMITED



We the undersigned, being the sole member of the Company in accordance with the powers conferred on us by Regulation 53 of Table A and Article number 1 in the Articles of Association of the Company pass the following resolutions as special resolutions and agree they shall for all purposes be as valid and effective as if they had been passed at a general meeting of the company duly convened and held:-

1. IT IS RESOLVED THAT the authorised share capital of the Company be increased from £ 1,000 to £ 920,000 by the creation of 919,000 additional Ordinary Shares of £1.00 each to rank in all respects pari passu with the existing Ordinary shares in the capital of the Company
2. For the purposes of section 80 of the Companies Act the Directors are hereby authorised for the period of five years from the date of the passing of this resolution to allot relevant securities, as defined by section 80, up to the amount of the unissued share capital of the Company. Any such allotment may be made at the absolute discretion of the Directors to whom and upon such terms as they think fit. Pursuant to section 91 of the Companies Act 1985, section 89 (1) and sub-sections (1) to (6) of section 90 of that Act shall be excluded from applying to any allotment of equity securities in the capital of the Company.

Signed.....

For and on behalf of Invoptic SA

Dated July 2nd 2001

