

EXHIBIT A

Company No.:- 4109369

THE COMPANIES ACT 1985
COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION
of
BARLEY INVESTMENTS LIMITED

We, the undersigned, being the sole Member of the Company for the time being entitled to receive notice of, attend and vote at General Meetings hereby pass the following Resolutions and agree that the said Resolutions shall for all purposes be as valid and effective as if the same had been passed as Resolutions at a General Meeting of the Company duly convened and held:

RESOLUTIONS

1. THAT the nominal capital of the Company be increased to US\$100,000,000 and £10 by the creation of 16,052,632 ordinary shares of US\$1 each to rank pari passu in all respects with the existing Ordinary Shares of the Company.
2. THAT:
 - (A) for the purposes of section 80 of the Companies Act 1985, the Directors be and they are hereby generally and unconditionally authorised to exercise all powers of the Company to allot relevant securities (as defined in the said section) up to an aggregate nominal amount of US\$100,000,000 and £10, such authority to continue for an indefinite period (unless renewed, varied or revoked by the Company in General Meeting); and
 - (B) the Company may make any offer or agreement before the expiry of this authority that would or might require relevant securities to be allotted after this authority has expired and the Directors may allot relevant securities in pursuance of any such offer or agreement as if this authority had not expired.



Duly authorised representative of Keeper Investments

DATED 11 January 2001

