

Company number: 4392360

THE COMPANIES ACTS 1985 to 1989
PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION

- of -

LAW 2370 LIMITED (the "Company")

We, the undersigned, being the sole member of the Company who, at the date of these resolutions would be entitled to attend and vote at general meetings of the Company HEREBY PASS the following resolutions as special or ordinary resolutions (as indicated) and agree that these resolutions shall, for all purposes be as valid and effective as if they had been passed by us at a general meeting of the company duly convened and held.

ORDINARY RESOLUTION

We, the sole shareholder of the Company, have learnt that the Company currently has no directors or secretary. Consequently we hereby appoint Lee Antony Manning as a director and Company secretary and Ian Walton Woodcock as director of the Company with effect from 15 March 2002, both of whom having consented so to act.

SPECIAL RESOLUTION

That a new article 15.6 set out below be approved and adopted as article 15.6 of the articles of association of the company. For the avoidance of doubt, save as stated in this resolution, the articles of association remain unchanged.

"15.6 The Directors shall have no power or authority to permit any transfer or disposal of any properties, rights and assets of the Company without such transfer or disposal having first been approved by a special resolution of the members of the Company for the time being."

Dated: 15 March 2002

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Signed by LEE ANTONY MANNING
as one of the Administrators for and on
behalf of ISLE OF WIGHT CABLE
AND TELEPHONE CO LIMITED
in exercise of powers granted to him by statute
in the presence of:

DEP020315A

Lee Antony Manning
85 Woodvale
London NW10 3DL

