

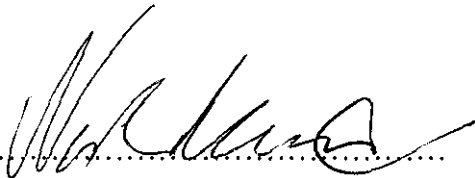
**THE COMPANIES ACT 1985**  
**COMPANY LIMITED BY SHARES**  
**ELECTIVE RESOLUTIONS**  
**OF**  
**ACCELERATE (UK) LIMITED**  
**COMPANY NUMBER 4955555**

As Company Secretary of Accelerate (UK) Limited, I hereby certify that the following resolutions were validly passed as unanimous written resolutions of the Company on 12 November 2003: -

**ELECTIVE RESOLUTIONS**

1. Election to dispense with the holding of an annual general meeting (Section 366A)
2. Election to dispense with the laying of accounts and reports before general meeting (Section 252)
3. Election to dispense with the appointment of auditors annually (Section 386)

Signed.....



Date 12 November 2003

