

Company No. 59713

THE COMPANIES ACT 1985-1989

Company Limited by Shares

RESOLUTIONS OF PEARSON INVESTMENT SERVICES LTD

The following resolutions were duly passed on 20 March 1991:-

ELECTIVE RESOLUTION

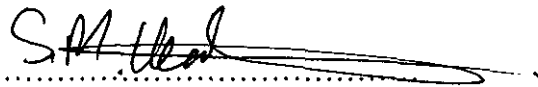
THAT in accordance with section 252 of the Act an election be made to dispense with the laying of accounts and reports before the company in general meeting.

ELECTIVE RESOLUTION

THAT in accordance with section 366A of the Act an election be made to dispense with the holding of annual general meetings.

ELECTIVE RESOLUTION

THAT in accordance with section 386 of the Act an election be made to dispense with the obligation to appoint auditors annually.



Company Secretary

