

THE COMPANIES ACTS 1985 TO 1989

COMPANY LIMITED BY SHARES

SPECIAL RESOLUTIONS

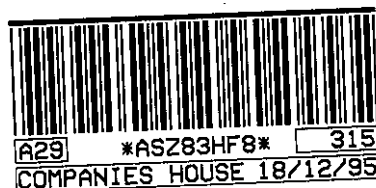
of

JUSTERINI & BROOKS LIMITED

The following written Special Resolutions of the Company were duly made pursuant to the Articles of Association on 4th December 1995:-

"That the Articles of Association annexed hereto be adopted as the Articles of Association of the Company to the exclusion of the existing Articles.

That the Directors be empowered pursuant to Section 95 of the Companies Act 1985 ("the Act") to allot equity securities as if the pre-emption provisions of Section 89(1) did not apply to such allotment"



..... 
Director/Secretary