

Company Number 156737

Stevens and Brotherton Limited

(the "Company")

CERTIFIED TO BE A TRUE
COPY OF THE ORIGINAL

Baker & McKenzie
BAKER & MCKENZIE

SOLICITORS

100 NEW BRIDGE STREET


LONDON

EC4V 6JA

SOLE MEMBER'S WRITTEN RESOLUTIONS

In accordance with section 381A of the Companies Act 1985, WE THE UNDERSIGNED, being the sole member of the Company who at the date of this resolution would be entitled to attend and vote at a general meeting of the Company, DECLARE that the following resolutions shall have effect as if passed by the Company in general meeting and accordingly WE RESOLVE:

1. THAT the authorised share capital of the Company be increased from £220,195.96 to £220,404.08 by the creation of 20,812 Ordinary Shares of £0.01 (the "New Shares") each to rank pari passu in all respects with the existing Ordinary Shares of £0.01 each in the capital of the Company.
2. THAT the Directors of the Company be and are hereby authorised pursuant to Section 80 of the Companies Act 1985 to exercise all the powers of the Company to allot the New Shares and that the authority of the Directors hereunder shall expire three months from the date of the passing of this resolution.


duly authorised signatory
for and on behalf of
Riviana International Inc.

Dated: 2 March 2004

