

F.W. FARNSWORTH LIMITED

(the "Company")

(Registered in England - No.255912)

WRITTEN RESOLUTION

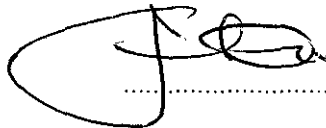
(Passed 24 October 2002)

In accordance with section 381A Companies Act 1985 the following Resolution was agreed to and was duly passed on 24 October 2002 as a Special Resolution:

SPECIAL RESOLUTION

- 1 THAT the Articles of Association of the Company be and are hereby altered by inserting before Article 13 the following new Article 12A:

12A "Regulation 10 shall not apply to the Company"



Chairman/Director

