

FREIGHT TRANSPORT ASSOCIATION LTD

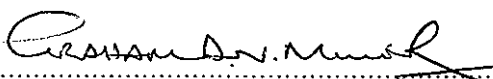
391957

RESOLUTIONS PASSED AT THE

ANNUAL GENERAL MEETING

HELD ON 30 APRIL 1996

- (a) the Memorandum of Association of the Company be and it is hereby altered as follows:
- (i) by the addition of the following words at the end of the first sentence of Clause 4 after the word "Association" and before the full stop:
- "except upon the winding-up or dissolution of the Association"; and
- (ii) by the deletion of Clause 7.
- (b) the Articles of Association contained in the document submitted to the Meeting and signed by the Chairman of the Meeting for the purpose of identification be and they are hereby adopted as the Articles of Association of the Company in substitution for, and to the exclusion of, the existing Articles of Association.

Signed..........(Chairman)

