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THE COMPANIES ACT 1985
Company LIMITED BY SHARES
WRITTEN RESOLUTIONS
OF

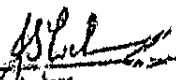
Automatic Data Processing Limited

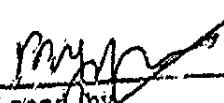
By WRITTEN RESOLUTIONS of AUTOMATIC DATA PROCESSING LIMITED signed by or on behalf of all the members of the Company entitled to attend and vote at a general meeting of the Company, the following resolutions were duly passed:

RESOLUTIONS

1. THAT the authorised share capital of the Company be and is hereby increased by the creation of 488,320 Ordinary Shares of £1 each ("Ordinary Shares").
2. THAT the Directors from time to time of the Company be and are hereby generally and unconditionally authorised to exercise all powers of the Company to allot 488,320 Ordinary Shares provided that this authority shall expire on 30th September 1990.
3. THAT the Directors from time to time of the Company are hereby empowered pursuant to Section 80 of the Companies Act 1985 to allot the above shares in the capital of the Company pursuant to the authority conferred by Resolution 2 above as if sub-section (1) of Section 89 of the Companies Act 1985 did not apply to such allotment provided that this power shall expire on 30th September 1990.

Dated the 29 day of June 1990


Signed by
on behalf of
ADP NETWORK SERVICES LIMITED


Signed by
JOHN GRIFFITHS

COMPANIES HOUSE
RECEIVED

LONDON

CARD OF

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