INTERCONNECTION SYSTEMS (HOLDINGS) LIMITED

(Reg No: 1954084)

At an Extraordinary General Meeting of the Company held at 99 Bishopsgate, London, EC2M 3XD on 21 April 1997 at 12 am/pm, the following resolution was duly passed as a special resolution:-

Special Resolution

- 1. **THAT** the Articles of Association of the Company be altered by the insertion of new Article 27 as follows:
 - 27. the quorum for the transaction of the business of the directors shall be two provided that the directors of the Company shall not be quorate for the transaction of any business without the presence of either Mr James Mills, Mr David Sindelar or Ms Ellen Lipsitz and the provisions of Regulation 89 of Table A shall be amended accordingly.

and that the succeeding Articles and all references therein be renumbered accordingly.

Dated: 21 April 1997

By Order of the Board

Director

Registered Office: 7th Floor, Shortlands, Hammersmith International Centre, London, W6