

Company No 2176011

THE COMPANIES ACT 1985

COMPANY LIMITED BY SHARES

ELECTIVE AND ORDINARY RESOLUTIONS

of

BERONBRIM LIMITED

Passed the on 13 September 2000



At an Annual General Meeting of the above named Company duly convened and held on the above date, the following Resolutions were duly passed as Elective and Ordinary Resolutions of the Company as follows:-


ELECTIVE RESOLUTIONS

1. THAT the provisions of Section 80A of the Companies Act 1985 apply to the Company in lieu of Section 80(4) and (5) of the Companies Act 1985.
2. THAT pursuant to Section 252 of the Companies Act 1985 the Company do elect to dispense with the laying of accounts and reports before the Company in general meeting, such election having effect in relation to accounts and reports for the financial year of the Company ending on 31 December 2000 and for all subsequent years.
3. THAT pursuant to Section 366A(1) of the Companies Act 1985 the Company do elect to dispense with the holding of Annual General Meetings, such election to take effect for the year 2001 and subsequent years.

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ORDINARY RESOLUTIONS

4. THAT pursuant to Section 249A of the Companies Act 1985 the Company do elect to dispense with the appointment of auditors for the financial year of the Company expiring on 31 December 2000 and subsequent years.
5. ~~THAT~~ the Directors of the Company be and are hereby unconditionally authorised for an indefinite period to allot relevant securities, as defined in Section 80 of the Companies Act 1985 up to an aggregate amount of £98.



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For and on Behalf of
Beronbrim Limited