Company No 2310921

THE COMPANIES ACT 1985 COMPANY LIMITED BY SHARES

WRITTEN SPECIAL RESOLUTION OF IMAS CONSULTANTS LIMITED

PASSED ON THE 6th DAY OF FEBRAURY 2002

Pursuant to the Companies Act 1985 and the Articles of Association of the Company, all the members of the company have agreed to the following resolution being passed as special written resolution of the Company

"That the share Capital of the Company be increased from £10,100 to £10,101 by the creation of 1 "B" Redeemable Preference Share of £1.00 bearing the rights set out in the new Articles of Association dated 5th February 2002."

CHAIRMAN

AP82F8D1

COMPANIES HOUSE

0899 16/02/02