

IDEXX LABORATORIES LIMITED
(Companies Registry No. 2454226)

WRITTEN ELECTIVE RESOLUTIONS OF ALL THE MEMBERS
PURSUANT TO SECTIONS 379A AND 381A OF THE COMPANIES ACT 1985

RESOLVED THAT:

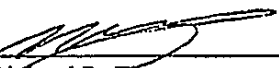
- (i) pursuant to Section 366A of the Companies Act 1985, the Company shall dispense with the holding of Annual General Meetings in future years.
- (ii) pursuant to Section 386 of the Companies Act 1985, the Company shall dispense with the obligation to appoint auditors annually and that the Directors shall be authorized to fix their remuneration from time to time.
- (iii) pursuant to Section 252 of the Companies Act 1985, the Company shall dispense with the requirement to lay its annual accounts (including directors' report and auditor's report) in respect of this and future financial years before the Company in general meeting.

RESOLVED THAT:

pursuant to Sub-Sections 369 (4) and 378 (3) of the Companies Act 1985, the requisite majority referred to in such sub-sections shall be a majority in number of the members of the Company having a right to attend and vote at the meeting, being a majority together holding not less than 90% in nominal value of the shares giving a right to attend and vote at the meeting.

Signed on April 22, 1998 by the sole Member, being

IDEXX LABORATORIES, INC.

By: 
Richard B. Thorp,
General Counsel and Secretary

Date copy sent to the Company's
auditors pursuant to Section 381B
of the Companies Act 1985:

April 22, 1998

