

Taylor Johnson Garrett
TAYLOR JOYNSON GARRETT

Company Number: 2573299

COMPANIES ACTS 1985 and 1989

UNANIMOUS ASSENT

of the sole member

of

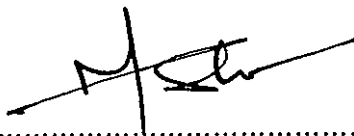
B's TELEMARKETING LIMITED
(the "Company")

(as contemplated by section 380(4)(c) Companies Act 1985 (as amended))

(Passed on 31 December 1997)

We, being the sole member of the Company, hereby resolve as follows:

THAT the memorandum of association of the Company be amended by the deletion of the words "Company may think fit" on the last line of Clause 3(P) and the substitution therefor of the following words "directors of the Company may think fit".



.....
For and on behalf of
SITEL Kingston Limited

