

COPY RESOLUTIONS FOR FILING AT COMPANIES HOUSE

THE COMPANIES ACT 1985

COMPANY LIMITED BY SHARES

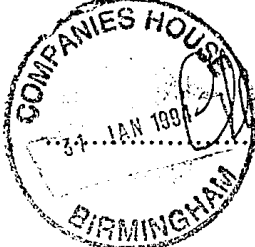

ORDINARY RESOLUTIONS OF INGLEBY (725) LIMITED
COMPANY NUMBER: 2880543

At an EXTRAORDINARY GENERAL MEETING of the above-named Company held on 27th January 1994, the following Resolutions were duly passed as an ORDINARY RESOLUTIONS:

ORDINARY RESOLUTIONS

- 1 THAT the authorised share capital of the Company be increased from £1,000 to £1,000,000 by the creation of 999,000 new Ordinary Shares of £1 each.
- 2 THAT, subject to the provisions of Section 80 of the Companies Act 1985, the Directors be unconditionally authorised at any time or times during the period of five years from the date of this Resolution:
 - (a) to allot shares in the capital of the Company up to the amount of the authorised but unissued share capital of the Company at the date of any such allotment; and
 - (b) to make at any time before the expiry of the foregoing authority any offer or agreement which would or might require shares to be allotted after the expiry of such authority

AND THAT, subject to the said Section 80, the authority hereby given may be renewed, revoked or varied by the Company at any time during such period by Ordinary Resolution.

 
.....
Chairman