Company No. 3085862

THE COMPANIES ACT 1985

COMPANY LIMITED BY SHARES

RESOLUTIONS OF FRAMLEYDOVE LIMITED

(Passed \ August 1998)	(Passed
------------------------	---------

At an Extraordinary General Meeting of the Company duly convened and held the following Special Resolution was duly passed:-

RESOLUTION

THAT the Articles of Association of the Company be amended as follows:

(a) Article 5.1.2 shall be deleted and replaced by the following:

"The Preference Dividend shall be paid before the transfer of any sums to reserves.

Save for any dividend declared in relation to the "A" Ordinary Shares on or about 10 August 1998, the right to the Preference Dividend has priority over the rights of the holders of the holders of any other class of shares."

(b) Article 6.1 shall be deleted and replaced by the following:

"Except as otherwise provided in these Articles and for the declaration and/or payment of a dividend on the "A" Ordinary Shares on or about 10 August 1998 (for which only the "A" Ordinary Shares will rank), "A" Ordinary Shares, "B" Ordinary Shares and "Coloniary Shares rank pari passu but they shall constitute three separate class of shares.

Dated this day of August 1998

4.56.10.2

Chairman

