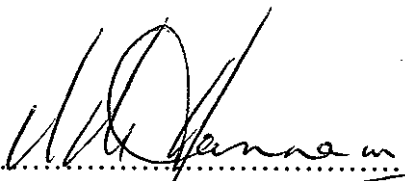


Company Number: 3143557

THE COMPANIES ACT 1985-1989
PRIVATE COMPANY LIMITED BY SHARES
SPECIAL RESOLUTION
of
GREENWOOD ENGINEERING LIMITED

At an Extraordinary General Meeting of the above named Company duly convened and held at *Unit 1 Scotts Industrial Park, Fishwick St, Rochdale* on the *7th* day of *March* 1997 at *3.15* ~~pm~~ the following Resolution was passed as a Special Resolution:-

1. The existing Articles of Association be deleted in their entirety and the Articles of Association in the form produced to the Meeting and annexed hereto and initialled by the Secretary be adopted in their place.


.....
CHAIRMAN

