THE COMPANIES ACT 1985

COMPANY LIMITED BY SHARES

ORDINARY RESOLUTION

- of -

CODEMARK COMPUTING LIMITED

At an Extraordinary General Meeting of the Members of the above-named Company convened and held on 10 September 1997 the following ORDINARY RESOLUTION WAS DULY PASSED:-

That the company shall increase its authorised share capital to £1,100 by the creation of the following additional shares

100 'A' Ordinary shares of £1 each

It was further resolved that the 'A' Ordinary class of shares will rank pari passu with the existing shares of the company which will retain their existing rights.

NEW ROAD NOMINEES LIMITED

Presented by:

HILTON SHARP AND CLARKE Chartered Accountants 30 New Road BRIGHTON BN1 1BN

