Company No: 3304211

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:-

It was resolved that the director be authorised to issue share capital of the company on such terms as he sees fit up to the following limits:-

- (a) The amount of any issue only being limited by the authorised share capital.
- (b) The authority will expire five years from the date of this resolution.

NEW ROAD NOMINEES LIMITED

Presented by:

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

<u>A20</u> *APAT40HN* <u>219</u> COMPANIES HOUSE 21/10/97