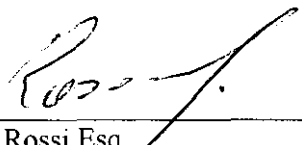


**THE COMPANIES ACT 1985, SECTION 250 SPECIAL RESOLUTION OF
PRG SERVICES (UK) LIMITED**

3620973

At a General Meeting of the above named company, held on the 04/01/2000, the following special resolution was passed:

"The company having been dormant since its formation resolves to make itself exempt from the provision of Part VII of the Companies Act 1985 relating to the audit of accounts and from the obligation to appoint auditors.



G Rossi Esq.
Director

04/01/2000

Date

