SPECIAL RESOLUTION

OF

LATINTIME LIMITED

At an Extraordinary General Meeting of the above-named Company duly convened and held at the Registered Office on 12/11/1998 the following resolution was duly passed as a SPECIAL RESOLUTION of the Company, viz:

RESOLUTION

That Clause 3A of the Memorandum of Association of the Company be and is hereby duly deleted and the Clause 3A as below be substituted therefor.

- " 3. The Company's objects are:-
- A. (i) To carry on business as management consultants of every description and to render such services to persons or firms having dealings with the Company on such terms and for such periods of time as the Company may from time to time determine, on a fee or commission basis or otherwise determined; to carry on business as financial advisers and as advisers and consultants into all aspects of marketing, advertising, selling, cost control, office and personnel management, transportation, factory and office layout planning, computer and other mechanical installations, financial and accountancy planning and as advisers and consultants into factory and office management; to provide such services and staff as may be required by persons or firms having dealings with the Company; to carry on any other business which can, in the opinion of the Board of Directors, be operated in conjunction with or as ancillary to any of the aforementioned activities.
 - (ii) To carry on business as a general commercial company."

/fother

Chairman

