

16 - 12 - 98

No: 2642048

The Companies Acts 1985 and 1989

COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

- of -

ADAM PHONES LIMITED

Passed *3 December* 1998

By a written resolution of all the members of the Company entitled to receive notices of, attend and vote at general meetings passed on the *3rd* day of *December* the following resolutions were passed:

SPECIAL RESOLUTION

THAT regulation 7.1 of the Articles of Association of the Company be amended by deleting the word "two" in the second line of r 7.1 and substituting it with the word "five".

ORDINARY RESOLUTION

THAT the appointment of Richard Freed as a director of the Company be and is hereby approved with effect from the date of this resolution.



Director

