

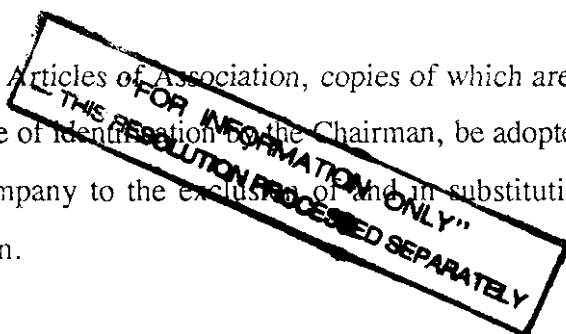
THE COMPANIES ACTS 1985 AND 1989

CHOMETTE LIMITED

The resolutions set out below were passed as Written Special and Elective Resolution of the Company on the TWENTY-NINTH day of JULY 1999

SPECIAL RESOLUTION

- (1) THAT the Articles of Association, copies of which are attached to this Resolution for the purpose of identification to the Chairman, be adopted as the Articles of Association of the Company to the exclusion of and in substitution for the existing Articles of Association.



ELECTIVE RESOLUTIONS

- (2) RESOLVED THAT, in accordance with section 252 of the Companies Act 1985 (as amended), the Company hereby elects to dispense with the laying of accounts and reports to the Company in general meeting.
- (3) RESOLVED THAT, in accordance with section 366A of the Companies Act 1985, the Company hereby elects to dispense with the holding of annual general meetings.
- (4) RESOLVED THAT, in accordance with section 386 of the Companies Act 1985, the Company hereby elects to dispense with the obligation to appoint auditors annually.

.....
Director

