

Registered Number: 3879305

THE COMPANIES ACTS

JPND (UK) LIMITED

PRIVATE COMPANY LIMITED BY SHARES

---

SOLE MEMBER'S DECISIONS  
PURSUANT TO SECTION 382B  
COMPANIES ACT 1985 (the "Act")

---

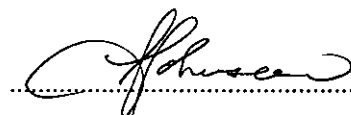
The following is a written record pursuant to section 382B of the Act of decisions of the sole member of the Company which have effect as if agreed by the Company in general meeting:-

ORDINARY RESOLUTIONS

---

1. That the authorised share capital of the Company be increased from £100 to £2,000 by the creation of 1,900 ordinary shares of £1 each to rank pari passu in all respects with the existing Ordinary Shares of £1 each of the Company.
2. That the directors be and they are hereby generally and unconditionally authorised to exercise all the powers of the Company to allot relevant securities (as defined for the purposes of section 80 Companies Act 1985) up to an aggregate nominal amount of £1,999 provided that this authority shall expire on the fifth anniversary of the date hereof save that the Company may before such expiry or the expiry of any renewal of this authority make an offer or agreement which would or might require relevant securities to be allotted after such expiry and the directors may allot relevant securities in pursuance of such offer or agreement as if the authority had not expired.

Sole Member

  
I M Johnsen

Date

24<sup>th</sup> January 2000

(51279925.01)

