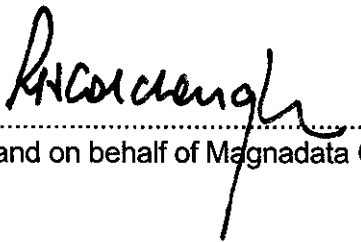


THE COMPANIES ACTS 1985 - 1989
COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION
OF
MAGNADATA INTERNATIONAL LIMITED
("The Company")

We, the undersigned, being or representing the sole member of the Company entitled to receive notice of and to attend and vote at general meetings of the Company pursuant to Regulation 53 of Table A in the first schedule to the Company's (Tables A to F) Regulations 1985 (as amended) which are incorporated into the Company's Articles of Association hereby resolve that the following resolution be duly passed as one written ordinary resolution of the Company:-

ORDINARY RESOLUTION

1. THAT the authorised share capital of the Company be hereby increased from £1000 to £1,500,000 by the creation of 1,499,000 Ordinary shares of £1 each to rank equally in all respects with the existing 1000 Ordinary shares in the capital of the Company.



for and on behalf of Magnadata Group Limited

Dated 27 June 2001.