

Elective Resolutions  
of  
**EURO PAYMENT SYSTEMS LIMITED**

Company No:  
4185570

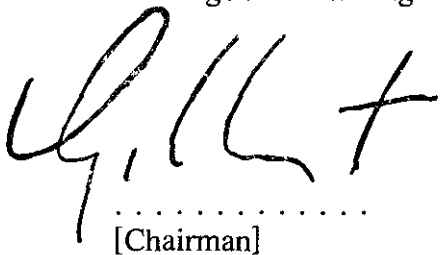
Passed:  
22 March 2001

The Companies Acts 1985 and 1989

At an Extraordinary General Meeting of the above-named Company duly convened and held at 189 REDDISH ROAD, STOCKPORT, CHESHIRE on 22 March 2001 at noon the following Resolutions were unanimously passed as Elective Resolutions.

Resolutions

1. *"That pursuant to Section 366A of the Companies Act 1985, the company hereby elects to dispense with the holding of Annual General Meetings in 2002 and subsequent years (until this election is revoked)."*
2. *"That pursuant to Section 386 of the Companies Act 1985, the company hereby elects to dispense with the obligation to appoint auditors annually"*
3. *"That pursuant to Section 252 of the Companies Act 1985, the company hereby elects to dispense with the laying of accounts and reports before the company in general meeting"*

  
.....  
[Chairman]

22 MAR 2001

.....  
[Date]

