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THE COMPANIES ACT 1985 TO 1989

A PRIVATE COMPANY LIMITED BY SHARES

CYBER FORENSICS LIMITED

Pursuant to regulation 53 of Table A in the Schedule to the Companies (Tables A to F) Regulations 1985 as amended by the Companies (Tables A to F) (Amendment) Regulation 1985, we the undersigned, being all the members of the above Company for the time being entitled to receive notice of, attend and vote at General Meetings, hereby unanimously pass the following Resolutions and agree that the said Resolutions shall for all purposes be as valid and effective as if the same had been passed at a General Meeting of the Company duly convened and held.

THAT the Authorised Share Capital of the Company be altered by the re-designation of shares numbered 71 to 100 as "C" Ordinary Shares of £1.

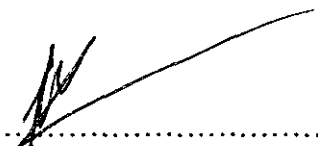
AND FURTHER that the Company's Memorandum of Association be amended by the deletion of the existing Memorandum 5 and be replaced by the following new Memorandum 5:-

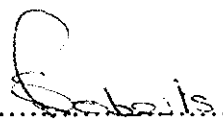
5. The Company's Share Capital is £100 divided into 69 'A' Ordinary Shares of £1 each, 1 'B' Ordinary Share of £1 and 30 'C' Ordinary Shares of £1.


AND FURTHER that the Company's Articles of Association be amended by the re-designation of Article 2 as Article 2(a) and by the insertion of the following Article 2(b).

- 2(b) The Authorised Share Capital of the Company as at 17th February 2005 is £100 divided into 69 'A' Ordinary Shares of £1 each, 1 'B' Ordinary Share of £1 and 30 'C' Ordinary Shares of £1. The three classes of Ordinary Shares shall rank pari passu with one another.

Dated the 17th February 2005


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J R Sutcliffe


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Mrs S Roberts


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C L Magee

Being all the members for the time being entitled to receive notice and attend and vote at the Meetings of the Company.

