

PHA ICON LIMITED
Company No: 4458999

THE COMPANIES ACT 1985

COMPANY LIMITED BY SHARES

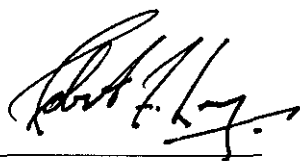
**WRITTEN RESOLUTION TO APPROVE
AN OWN SHARE PURCHASE CONTRACT**

(Effective: February 28, 2005)

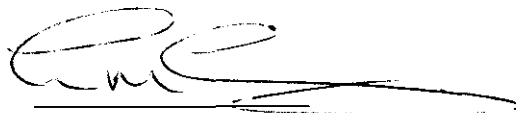
We, being all the Shareholders of PHA Icon Limited who are entitled to attend and vote at a General Meeting convened for this purpose, resolve that the following Resolution shall have effect, as and from February 28, 2005, as a written Resolution of the Company in accordance with sections 381A and 381B of, and with paragraph 5 of Schedule 15A to, the Companies Act 1985.

RESOLUTION

Mr. Philip Hammond, having ceased to be employed by the Company, is deemed, pursuant to Articles 4.3(a) and 5.3(f) of the Articles of Association of the Company, to have offered to sell and transfer to Company (a) 25 'B' Ordinary Shares of £1 each in the capital of the Company (being his entire holding of 'B' Ordinary Shares) and (b) 1 'C' Ordinary Share of £1 in the capital of the Company (being his entire holding of 'C' Ordinary Shares). IT IS RESOLVED THAT such offer be accepted and, pursuant to sections 162 and 164 of the Companies Act 1985 it is resolved that the contract, formed by such offer and acceptance, be approved.



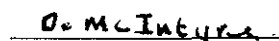
Robert F. Lang



Lorna M. Lang



Victoria Cockroft



Denise McIntyre

