

Company Number: 05344017



THE COMPANIES ACT 1985

COMPANY LIMITED BY SHARES

ORDINARY AND SPECIAL RESOLUTIONS

of

LIGHT CONTROL SYSTEMS (UK) LIMITED

(Passed 4th March 2005)

Pursuant to Regulation 53 of Table A which is incorporated in the Articles of Association of the Company, the undermentioned Resolutions have been passed as Ordinary and Special Resolutions of the Company (as if passed at a general Meeting duly convened and held) and have been assented to by the Members of the Company listed after them, (being all the Members entitled to attend and vote at a General Meeting of the Company).

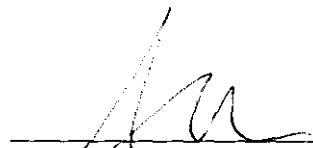
ORDINARY RESOLUTIONS

1. THAT the share capital of the Company be increased from £100 to £6000 by the creation of 2900 A Ordinary shares of £1.00 each and 3000 B Ordinary shares of £1.00 each; 4
2. THAT the Directors of the Company be generally authorised to allot relevant securities up to a maximum of £6000 pursuant to Section 80 of the Companies Act 1985 until 15th February 2010; 10
3. THAT pursuant to the provisions of Section 121 of the Companies Act 1985 the Company proposes to reclassify the Ordinary shares held by Andrew Bound and Berendina Smit from Ordinary shares of £1.00 each to A ordinary shares of £1.00 each; and 12

SPECIAL RESOLUTIONS

4. THAT pursuant to the provisions of Section 95 of the Companies Act 1985 Section 89 of the Companies Act shall not apply to the allotment of 2900 A Ordinary shares at £1.00 each and the allotment of the 3000 B Ordinary shares at £1.00 each. 11

Dated: 4th March 2005



Signed by Richard Andrew Bound



Signed by Berendina Linda Smit