

Company No. 5467990

THE COMPANIES ACTS 1985 AND 1989  
PRIVATE COMPANY LIMITED BY SHARES

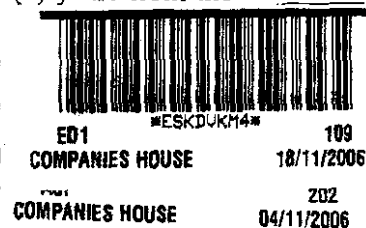
WRITTEN RESOLUTIONS  
of  
IOTA NANOSOLUTIONS LIMITED  
(the "Company")

Written resolutions of all the shareholders of the Company passed pursuant to Article 19.14 of the Company's Articles of Association.

We, being the members for the time being entitled to attend and vote at a general meeting of the Company, HEREBY RESOLVE as follows:

1. THAT the authorised share capital of the Company be increased by £1,000,010 to £2,000,160 by:
  - (i) re-designating the Ordinary Shares of £0.01 each to A Ordinary Shares of £0.01 each;
  - (iii) creating 1,000 B Ordinary Shares of £0.01 each; and
  - (ii) re-designating the B Preferred Shares of £1.00 each to Preferred Shares of £1.00 each and creating an additional 1,000,000 Preferred Shares of £1.00 each.
2. THAT the regulations set out in the re-printed articles of association, a copy of which is attached to this resolution and signed by the Secretary for the purposes of identification be and are hereby adopted as the articles of association of the Company in substitution for and to the exclusion of the existing articles of association.
3. (a) THAT the directors of the Company be and they are hereby empowered pursuant to Section 95(1) of the Companies Act 1985 (the "Act") to allot equity securities (as defined in Section 94(2) of the Act) pursuant to the authority conferred by Article 3.4 of the Company's Articles of Association adopted pursuant to resolution 2 above as if Section 89(1) of the Act did not apply to the allotment, provided that this power shall expire at the end of five (5) years from the date of

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the passing of this Resolution; and

- (b) THAT the Company may at any time prior to the expiration of the authority under 3(a) (as defined in Section 94(2) of the Act) above make an offer or agreement which would or might require equity securities to be allotted pursuant thereto for a period of not more than six (6) months after such expiration and the directors may allot equity securities in pursuance of such offer or agreement as if the power conferred hereby had not expired.
4. THAT the rights of pre-emption granted to the members on an issue of shares pursuant to Article 3.5(a) of the Company's Articles of Association or otherwise, be unconditionally and irrevocably waived in relation to the following issue and that the following issue be and is hereby approved:-

470 B Ordinary Shares of £0.01 each in the capital of the Company to Andrew Elphick at a total value of £4.70.

Dated: 20<sup>th</sup> October 2006

Barbara S Macaulay

Secretary