

Company Number 107754

THE COMPANIES ACT 1985

COMPANY LIMITED BY SHARES

POLEFAST LIMITED (NOW COVEY MCCORMICK ADVERTISING LIMITED)

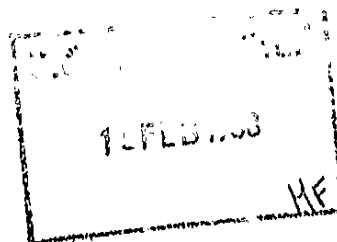
SPECIAL RESOLUTION

At an Extraordinary General Meeting of the Members of the above company duly convened and held at Aberdeen on the Ninth day of February Nineteen hundred and eighty eight the following resolution was duly passed as a Special Resolution:-

THAT the authorised share capital of the Company be and is hereby increased from £1,000 to £20,000 by the creation of 19,000 Ordinary Shares of £1 each having the rights and privileges specified in the Articles of Association of the Company and that the directors be and they are hereby

- (i) generally and unconditionally authorised for the purposes of Section 80 of the Companies Act 1985 to exercise any power of the Company to allot up to 19,000 Ordinary Shares at such time or times and subject to such conditions as they may in their sole discretion determine during the period of five years following the date of this resolution; and
- (ii) directed pursuant to the Articles of Association of the Company to allot up to 19,000 Ordinary Shares in terms of the authority conferred by part (i) of this Resolution to such persons as they may from time to time determine notwithstanding that such allotment may be otherwise than in terms of the pre-emption rights in favour of existing Members contained in Article 2(b).

.....*A. E. Muir*.....
Director



Company Number 107754

THE COMPANIES ACT 1985
COMPANY LIMITED BY SHARES

POLEFAST LIMITED (NOW COVEY MCCORMICK ADVERTISING LIMITED)
SPECIAL RESOLUTION

At an Extraordinary General Meeting of the Members of the above company duly convened and held at Aberdeen on the Ninth day of February Nineteen hundred and eighty eight the following resolution was duly passed as a Special Resolution:-

THAT the provisions of the Memorandum of Association of the Company be altered by the deletion of Clause 3. and the substitution thereof of the new Clause 3., all as contained in the print of the Memorandum of Association submitted to this Meeting and subscribed by the Chairman thereof for identification as relative hereto.

.....
Director

