Company No. 2649467

THE COMPANIES ACTS 1985 AND 1989
PRIVATE COMPANY LIMITED BY SHARES

SPECIAL RESOLUTIONS

of

PED LIMITED

At the annual general meeting of the Company held at Byron House, Cambridge Business Park, Cambridge, CB4 4WZ on 28 July 1994 the following resolutions were passed as special resolutions:

SPECIAL RESOLUTIONS

THAT in accordance with section 250 of the Companies Act 1985 (the "Act"), the Company is exempt from the provisions of Part VII of the Act relating to the audit of accounts.

THAT new Articles of Association be adopted in the form attached.

CHAIRMAN

AJFROISS,27

