

THE COMPANIES ACTS 1985 TO 1989

COMPANY NUMBER: 4930035

SPECIAL RESOLUTION

OF

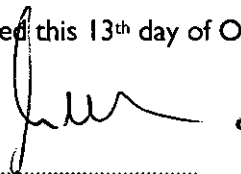
**POLYCOM SERVICES
LIMITED**

*I, the undersigned, being the Sole Member of the above named Company entitled, at the date of this Resolution, to receive notice of and to attend and vote at General Meetings of the Company **HEREBY PASS** the following resolution as a **SPECIAL RESOLUTION** and agree that the said resolution shall, pursuant to Section 381(A)(1) of the Companies Act 1985, for all purposes be as valid and effective as if the same had been passed by me at a General Meeting of the Company duly convened and held:*

It is **RESOLVED** that the Memorandum of Association of the Company be altered by adopting in substitution for and to the exclusion of the present objects clauses 3(a) the following new sub-clause:

- (a)* to carry on all or any of the businesses of general and electrical engineers and to commission, manufacture, design, assemble, import, export, repair, install, service, maintain, hire, let on hire, distribute, and act as agents for the sale of, and generally deal in engineering and electrical equipment, plant, machinery, components, accessories, electrical appliances and supplies of all kinds; to carry on business as design and consultant engineers, production planners and engineering technicians, developers, investigators, researchers and instructors of equipment, plant, tools and machinery; to carry on all or any of the businesses of metal fabrication specialists and ironfounders and to engage in researches, investigations and experimental work of every description in relation to any matters, substances or subject in connection with or calculated to benefit any of the businesses or activities of the Company; to provide services as electrical contractors and suppliers and as automation, electronic and electrical engineers, commissioners, manufacturers, designers, assemblers, buyers, sellers, importers, exporters, repairers, installers, servicers, maintainers, hirers, letters on hire, factors, wholesalers, retailers, distributors, and agents for the sale of, and shippers of and dealers in, general engineering equipment, plant, machinery, components and accessories, tools, jigs, dies and fixtures of all kinds; to carry on all or any of the businesses of haulage and transport contractors, removers, general storekeepers and warehousemen, discount and credit traders, mail order specialists, railway, shipping and forwarding agents; and to buy, sell, manufacture, repair, alter, manipulate and otherwise deal in vehicles, plant, machinery, fittings, furnishings and implements, tools, materials, products, articles and things capable of being used for the purpose of the foregoing businesses or any of them, or likely to be required by customers of, or persons having dealings with the Company; and to purchase or otherwise acquire and take over any businesses or undertakings or participations therein as and when may be deemed expedient, or to become interested in, and to manage, carry on or dispose of, remove or put an end to the same or otherwise deal with any such businesses or undertakings or participations as may be thought desirable; and to act as merchants generally.

Dated this 13th day of October 2003



Martin L. Reeves



A08
COMPANIES HOUSE

0011
31/10/03

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