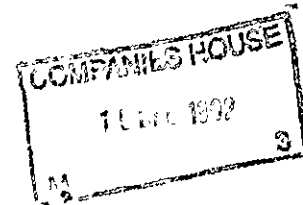


THE COMPANIES ACT 1985
COMPANY LIMITED BY SHARES

RESOLUTIONS
OF
NEEJAM 126 LIMITED



At an Extraordinary General Meeting of the above named Company duly convened and held on 2nd December 1992 the following Resolutions were duly passed.

ORDINARY RESOLUTION

1. THAT the authorised share capital of the Company be increased to £250,000 by the creation of 249,900 Ordinary Shares of £1 each ranking pari passu for all purposes with the existing Ordinary Shares of £1 in the capital of the Company.

SPECIAL RESOLUTIONS

2. THAT the Memorandum of Association of the Company be amended by the adoption of a new Clause 3(a) in the form set out below in substitution for and to the exclusion of the existing Clause 3(a).

- (a) to acquire the business of the manufacture and sale of rotary engines for unmanned air vehicles from Norton Motors Limited and then to conduct that business, carry on all or any of the businesses of light and/or general engineers, precision engineers, mechanical engineers, motor engineers, aeronautical engineers, electrical engineers, constructional engineers, metal stampers, metal piercers, die casters, die sinkers, tuners, copper smiths, machinists, oxy-acetylene, electric and spot welders, japanners, annealers, enamellers, cellulose sprayers, electro and chromium platers, polishers, metal finishers, panel beaters, joiners, woodworkers, plastic moulders and workers, warehousemen, storage contractors, carriers and haulage contractors to carry on all or any of the businesses of owners, operators engineers, servicers, repairers, maintainers, designers, builders, fitters, storers, hirers and letters on hire of, agents for and dealers in rotary engines for unmanned air vehicles and to manufacture, design, import, export, repair, install, maintain, act as merchants, shippers,

distributors and agents for the sale of and dealers in rotary engines for development into any of the activities mentioned above; to carry on business as manufacturers and repairers of and dealers in components spare parts and accessories for rotary engines for un-manned air vehicles, machines and machinery generally, machine and engine parts, machine tools, jigs, gears, gauges, moulds, dies, presses, implements, scientific and other instruments, forgings, castings, plates and other air-craft and aeroplane accessories and spare parts therefor; to carry on or acquire any business similar to the businesses above mentioned or which may be conveniently or advantageously carried on or combined with them or may be calculated directly or indirectly to enhance the value of or render more profitable any of the Company's property.

.....
Director

S26112P08/GH