COMPANIES ACT 1985

COMPANY LIMITED BY SHARES

ORDINARY RESOLUTION OF

VAM CONSULTANTS LIMITED

PASSED ON 24 JUNE 2002

At an Extraordinary General Meeting of the above named Company convened and held at South Central, 11 Peter Street, Manchester, M2 5LG, 24th day of June 2003 at 10:00 am the following ordinary resolutions were duly passed: -

ORDINARY RESOLUTIONS

INCREASE IN AUTHORISED SHARE CAPITAL

- 1. The authorised share capital be increased to £10,000 by the creation of 9,000 ordinary shares of £1 each ranking pari passu for all purposes with the existing issued ordinary shares of the company.
- 2. That the directors be and are hereby generally and unconditionally authorised to allot the relevant new securities (which expression shall in this Resolution be construed in accordance with Section 80 of the Companies Act 1985) up to a maximum of 9,000 ordinary shares of £1 each. This authority shall expire five years from the date on which Resolution is passed, but may be previously revoked or varied by the company in general meeting.

PAUL van ALTENBURG

DIRECTOR

A41 *AGUF 9N2Z* 0802 COMPANIES HOUSE 30/17/03