

Company No. 3587038

THE COMPANIES ACT 1985

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

OF

GRC CONSULTANTS LIMITED

We, the undersigned being the sole member of the Company entitled to attend and vote at General Meetings of the Company make the following resolution as a Special Resolution of the Company which will, pursuant to Section 381A of the Companies Act 1985 (as amended by the Deregulation (Resolutions of Private Companies) Order 1996) be valid and effective for all purposes as if the same had been passed at a General Meeting of the Company duly convened and held.

SPECIAL RESOLUTION

That the regulations contained in the printed document attached hereto be approved and adopted as the Articles of Association of the Company in substitution for and to the complete exclusion of all the existing Articles of Association of the Company.

Name of Shareholder

Signature

Shepherd Consulting Limited

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(authorised signatory)

K. D. H. Lewis

Dated : 16 November 1998

