Company No. 2720055

THE COMPANIES ACT 1985 AND 1989 COMPANY LIMITED BY SHARES SPECIAL RESOLUTION

- of -

BRETSURE LIMITED

Passed 3 May 1996

At an EXTRAORDINARY GENERAL MEETING of the members of the above-named Company convened and held at the Registered Office of the company, on the above date, the sub-joined Resolution was duly passed as a SPECIAL RESOLUTION, viz:-

RESOLUTION

"That the Company adopt the attached new Memorandum and Articles of Association to the exclusion of its existing Memorandum and Articles of Association."

DIRECTOR/SECRETARY (delete as appropriate)

Presented by:-

Colin Bishop & Co., Solicitors, DX: 57250

Ref: 3

