

DLA SchutGrosheide
Postbus 75258
1070 AG AMSTERDAM

LSC\DM\IPBO\20040223\70198

Extract of
the minutes of the General Assembly of
"Worldskills (International Vocational Training Organisation)"

Extract of the minutes of the proceedings
at the General Assembly of "Worldskills
(International Vocational Training
Organisation)", an organisation ("vereniging
met volledige rechtsbevoegdheid") under the
laws of the Netherlands, held in Hong Kong
on the tenth day of May 2004, hereinafter:
the "Organisation".

With regard to article 3.4.2. of the articles of association of the Organisation Mr. T.C. Dusseldorf acts as chairman of the meeting. The chairman appointed Sheila Ruijgrok as secretary.

The chairman opened the meeting and recorded that from the 38 members of the Organisation 34 members are present or represented. ~~one member is associate without right to vote.~~
The chairman records that all requirements prescribed by law and the articles of association have been complied with, so that valid resolutions could be adopted in respect of all resolutions brought forward to the meeting.

The chairman made the proposal to amend the articles of association of the Organisation, such in accordance with the draft deed of amendment of the articles of association of the Organisation, prepared by DLA SchutGrosheide with reference 20040223\70106 (Dutch version).

The chairman recorded that Twenty seven (27) votes were cast in favour of this proposal and that SIX (6) votes were cast against this proposal.

No other business to be transacted the chairman closed the meeting.

T. Dusseldorf
Chairman

S. Ruijgrok
Secretary

Please have the signature of the signing persons legalised by a civil law notary, a notary public or an external lawyer and have this legalisation provided with a certificate according to the The Hague Convention (apostille).

DLA SchutGrosheide
Postbus 75258
1070 AG AMSTERDAM

LSC\DM\PO\20040223\70205

RESOLUTION OF THE EXECUTIVE BOARD OF
"WORLDSKILLS (INTERNATIONAL VOCATIONAL TRAINING ORGANISATION)"

The undersigned:

1. Mr. T.C. Dusseldorf;
2. Mr. L.J. Corcoran;
3. Mr. L.J. Thibault;
4. Mr. V.T. Hintsanen;
5. Ms. M.Th. Geffroy;
6. Mr. T.T. Lankinen;
7. Mr. Y.B. Kim;
8. Mr. Y. Okubo,

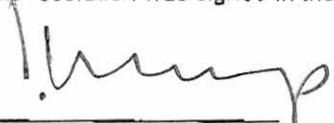
acting as members of the Executive Board of "Worldskills (International Vocational Training Organisation)", an organisation, with statutory seat in Amsterdam, the Netherlands and with address at Van Eedenstraat 9, 2012 EL Haarlem, the Netherlands, hereinafter: the "Organisation", and together constituting the entire Executive Board of the Organisation,

resolve:

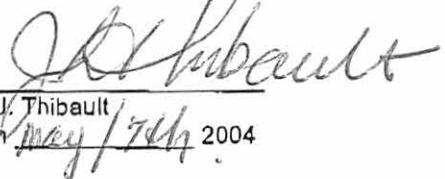
to authorise each (candidate)civil law notary, notarial employee and attorney-at-law at DLA SchutGrosheide, Attorneys-at-law, Civil law notaries and Tax consultants at Amsterdam, acting jointly as well as separately, to execute the deed of amendment of the articles of association of the Organisation, prepared by DLA SchutGrosheide and with reference 20040223\70106 (Dutch version).

This resolution was signed in the manner as set out below.

1.


T.C. Dusseldorf
On 7. 05. 2004

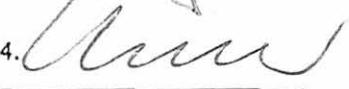
3.


L.J. Thibault
On May 7th 2004

2.


L.J. Corcoran
On 7th May 2004

4.


V.T. Hintsanen
On 7th May 2004

5. M. Th. Geffroy

M.Th. Geffroy
On 8/10/04 2004

6. T.T. Lankinen

T.T. Lankinen
On 7th May 2004

7. Y.B. Kim

Y.B. Kim
On 8/10/04 2004

8. Y. Okubo

Y. Okubo
On May 12th 2004

Please have the signature of the signing persons legalised by a civil law notary, a notary public or an external lawyer and have this legalisation provided with a certificate according to the The Hague Convention (apostille).