

ACTION BY UNANIMOUS WRITTEN CONSENT  
OF THE BOARD OF DIRECTORS OF  
SAKTI INTERNATIONAL CORPORATION

The undersigned, constituting the entire Board of Directors of Sakti International Corporation, a California corporation (the "Company"), in accordance with Section 307(b) of the California Corporations Code, without the formality of convening a meeting, do hereby consent to and adopt the following resolutions:

WHEREAS, it is in the best interests of the Company to adopt a form of share certificate and to issue shares of the Company's capital stock;

NOW, THEREFORE, BE IT RESOLVED, that the form of share certificate attached hereto is hereby adopted for use by the Company; and

BE IT FURTHER RESOLVED, that the undersigned do hereby authorize the issuance of a total of one thousand (1,000) shares of the Company's authorized common stock to the following persons in the number and for the consideration set forth opposite their names respectively:

<u>Name</u>	<u>Number of Shares</u>	<u>Consideration</u>
Mahmud Taib	200 (100 of which to be held in trust for Abdul Taib Mahmud)	\$200.00
Onn Mahmud	400 (200 of which to be held in trust for Abdul Taib Mahmud)	\$400.00
Jamilah Taib	100	\$100.00
Arip Mahmud	200 (100 of which to be held in trust for Abdul Taib Mahmud)	\$200.00
Abdul Rahman Taib	100 (100 of which to be held in trust for Abdul Taib Mahmud)	\$100.00

BE IT FURTHER RESOLVED, that each of the officers of the Company is hereby authorized and directed to take all actions that may be necessary and proper for the Company to issue and sell the above shares to the persons named in accordance with applicable federal and state laws, including, without limitation and where necessary, filing with the California Commissioner of Corporations an appropriate notice under § 25102(f) or § 25102(h) of the


California Corporations Code or obtaining qualification of the offer and sale of shares from the California Commissioner of Corporations.

Dated: April 8, 1988



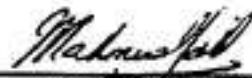
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Onn Mahmud.....  
Director



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Arip Mahmud  
Director



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Mahmud Taib  
Director