

SPECIAL MEETING OF DIRECTORS  
OF IMAGE ONLINE DESIGN, INC.

Date: November 21, 1995

Time: 11:30 A.M.

Attendance: John S. Frangie  
Christopher Ambler  
Peggy Pierce

Place: San Luis Obispo, CA

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Christopher Ambler  
Peggy Pierce

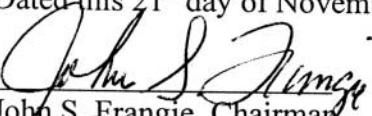
Special Meeting of the Board of Directors:

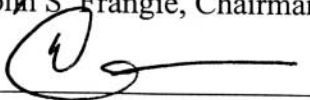
The Chairman stated that the purpose of this meeting was to appoint a Chief Executive Officer and to grant the authority to transact business for the Corporation in the capacity of that position. After discussion, upon motion duly made and seconded, the following resolutions were unanimously adopted:

RESOLVED: John S. Frangie is appointed to the position of Chief Executive Officer and granted the authority and responsibilities to transact Corporate business.

There being no further business to come before the meeting, upon motion duly made, seconded and unanimously carried, the meeting was adjourned.

Dated this 21<sup>st</sup> day of November 1995.

  
John S. Frangie, Chairman

  
Christopher Ambler, Director

  
Peggy Pierce, Director