

Number of Company: 217071

THE COMPANIES ACTS 1985 TO 1989

PRIVATE UNLIMITED COMPANY WITH SHARE CAPITAL

**WRITTEN RESOLUTION OF
THE CHATSWORTH ESTATES COMPANY
("the Company")**

Pursuant to Section 381A of the Companies Act 1985 ("the Act")

passed on 13 June 2006

WE, the undersigned members of the Company, being all the members who at the date hereof would be entitled to attend and vote at a general meeting of the Company, hereby resolve as follows, such written resolution to take effect as an elective resolution pursuant to Section 381A of the Act.

ELECTIVE RESOLUTION:-

1. That pursuant to Section 366A of the Act the Company hereby elects to dispense with the holding of Annual General Meetings in 2006 and subsequent years;
2. That pursuant to Section 252 of the Act the Company hereby elects to dispense with the laying of accounts before the Company in general meeting; and
3. That pursuant to Section 386 of the Act the Company hereby elects to dispense with the obligation to appoint auditors annually.

N.W. Smith

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Nicholas Wellard Smith

P.A. Bostock

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Peter Anthony Bostock

N.W. Smith

.....
DIRECTOR

E.C.

SECRETARIES

.....
For and on behalf of Chatsworth House Trust

