

DORMANT COMPANY RESOLUTION

Company No. 410879

Companies Act 1985, Section 250 as amended by Section 14 of the Companies Act 1985 and by SI No 1992/3003.

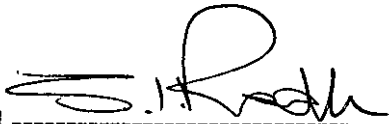
Special Resolution of

SPINKS AND DENNING LIMITED

At a general meeting of the above Company held on the 12 day of November 1996 the following resolution was passed.

The accounts for the Company for the financial year ending 31 December 199~~6~~ having been sent out in accordance with Section 238 of the Companies Act 1985, and the Company, having been dormant since the end of that year, resolves to make itself exempt from the provisions of Part VII of the Companies Act 1985 relating to the audit of accounts and from the obligation to appoint auditors.

Signed _____



Director of the Company

Date _____

26/11/97

