

THE COMPANIES ACT 1985 (AS AMENDED)

COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION

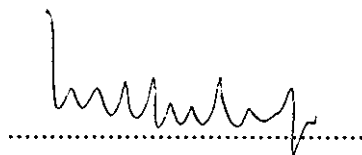
OF

BARCHESTER BOTTLING CO. LIMITED

At an Extraordinary General Meeting of the above named Company duly convened and held on Tuesday, 27th February 1996 the following resolution was passed as a special resolution.

SPECIAL RESOLUTION

THAT the accounts of the company for the period ending 30th April 1994 having been sent out in accordance with the Companies Act 1985, section 238(1), and the company having qualified as small in that year and having been dormant since the end of it the company resolves to make itself exempt from the obligation to appoint auditors as otherwise required by Companies Act 1985, section 384.



Chairman

