

Company number 606411

THE COMPANIES ACT 1985

AND

THE COMPANIES ACT 1989

COMPANY LIMITED BY SHARES

ELECTIVE RESOLUTIONS

OF


L. & A. FREEMAN LIMITED

Passed this 14th day of October 2002

At the annual general meeting of the above named company, duly convened and held at Gate House, Turnpike Road, High Wycombe, Bucks HP12 3NR on 14 October 2002 at 12:35 p.m., the following resolutions were proposed and passed by the sole member:

Elective Resolutions

- (1) That, pursuant to Section 366A of the Companies Act 1985, the company hereby elects to dispense with the holding of an annual general meeting in 2003 and in each subsequent year.
- (2) That, pursuant to Section 252 of the Companies Act 1985, the company hereby elects to dispense with the laying of accounts and reports before the company in general meeting in respect of the year ended 31 December 2002 and subsequent years.
- (3) That, pursuant to Section 80A of the Companies Act 1985, the company hereby elects that the provisions of Section 80A shall apply to the company and the directors' authority to allot relevant securities shall extend to all relevant securities of the company which are at the time of the passing of this resolution unissued. The general authority is given for an indefinite period.

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Chairman

