

Company Number: 855781

THE COMPANIES ACTS 1985 TO 1989

COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION

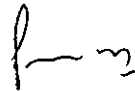
OF

TOM JONES (ENTERPRISES) LIMITED

At an Extraordinary General Meeting of the Company duly convened and held at the Chrysalis Building, Bramley Road, London W10 6SP on 27 July 1998 at 11.45am, the following Resolution was duly passed as a Special Resolution:

RESOLUTION

"That in accordance with s250 of the Companies Act 1985, the company being a dormant company within the meaning of the said section, the company shall be exempt from the provisions of Part VII of the Companies Act 1985 relating to the audit of accounts and obligation to appoint auditors".



.....
CHAIRMAN

Ann Whitworth
**CERTIFIED TRUE COPY
OF THE ORIGINAL**

