

THE COMPANIES ACT 1985

COMPANY LIMITED BY SHARES

RESOLUTION OF

VICTOR BLAGDEN (MANCHESTER) LIMITED

COMPANY NUMBER: 867136

PASSED: 22 November 1999

At an Extraordinary General Meeting of the above-named Company, duly convened and held at 60 Gray's Inn Road, London WC1X 8NJ on 22 November 1999 the following resolutions were passed: number 1 as a Special Resolution and number 2 as an Ordinary Resolution.

RESOLUTIONS

- 1 "That the company be wound up voluntarily."
- 2 "That Jeremy Simon Spratt and Peter Joseph Beirne of KPMG, 20 Farringdon Street, London, EC4A 4PP be and are hereby appointed Liquidators for the purpose of such winding-up and that any power conferred on them by the company or by law be exercisable by them jointly or by either of them alone."

Dated: 22 November 1999

David John Roache

David John Roache - Chairman

