

APPLE MANAGEMENT LIMITED (the "Company")
Company number 929898


MEMBERS' WRITTEN RESOLUTION PURSUANT TO SECTION 381A COMPANIES ACT 1985 (as amended)

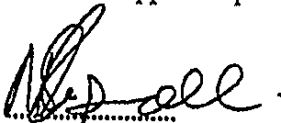
Elective Resolutions Pursuant to Sections 379A, 252, 366A and 386 Companies Act (as amended)

We, the undersigned, being all the members of the Company HEREBY RESOLVE (with effect as elective resolutions):-

1. To elect to dispense with the laying of Accounts and Reports before the Company in general meeting;
2. To elect to dispense with the holding of annual general meetings of the Company.
3. To elect to dispense with the obligation to appoint auditors at each general meeting of the Company at which accounts are laid.

Dated 18.12/.....1997


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Duly authorised for and on
behalf of Apple Corps Limited


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Neil Stanley Aspinall

