

Company Number: 930757

THE COMPANIES ACTS 1985-1989

ELECTIVE RESOLUTION

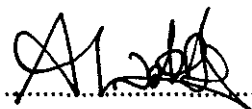
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ARNOLD WASTE DISPOSAL LIMITED

On the 31st day of July 2003 the following resolution in writing (such resolution to have effect as a Elective Resolution) was passed by the Sole Member of the Company who was at the date thereof entitled to attend and vote at a meeting of the Company pursuant to section 381A, Companies Act 1985 (as amended):

1. THAT in accordance with sections 252 and 379A of the Companies Act 1985 (as amended) the Company elects to dispense with the laying of accounts and reports before the Company in general meeting in respect of the current financial year and in respect of subsequent financial years until this resolution is revoked or otherwise ceases to have effect.
2. THAT in accordance with sections 366A and 379A of the Companies Act 1985 (as amended) the Company elects to dispense with the holding of an annual general meeting in 2001 and in subsequent years until this resolution is revoked or otherwise ceases to have effect.
3. THAT in accordance with sections 386 and 379A of the Companies Act 1985 (as amended) the Company elects to dispense with the obligation to appoint auditors annually until this resolution is revoked or otherwise ceases to have effect.

Signed this 1st Day of August 2003



Company Secretary

