

Company number: 254009

The Companies Act 1985
(as amended by the Companies Act 1989)

COMPANY LIMITED BY SHARES

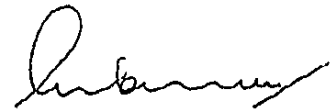
RESOLUTION
OF

RANDOM HOUSE UK LIMITED

At the ANNUAL GENERAL MEETING of the above named company, duly convened and held at Random House, 20 Vauxhall Bridge Road, London SW1 on the 15th day of May 1998 the following ELECTIVE RESOLUTION was duly passed:

"That the company hereby elects:

- i) pursuant to Section 252 of the Act, to dispense with the laying of accounts before the company in general meeting; and
- ii) pursuant to Section 366a of the Act, to dispense with the holding of annual general meetings."



AS McCONNELL
Secretary

