

NUMBER OF COMPANY 1097824

THE COMPANIES ACT 1985, SECTION 250

COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION

OF

CRANEHEATH LIMITED

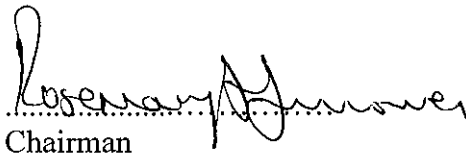
Passed

19th July 2000

At an EXTRAORDINARY GENERAL MEETING of the above named Company, duly convened and held at Washington House, 40-41 Conduit Street, London W1R 9FB on 19th July 2000 the following SPECIAL RESOLUTION was duly passed:

RESOLUTION

"THAT in accordance with the provisions of Section 250 of the Companies Act 1985, the Company being a dormant company within the meaning of the said section, Section 384 of the Companies Act 1985 shall not apply and accordingly no auditors shall be appointed."


Chairman

