

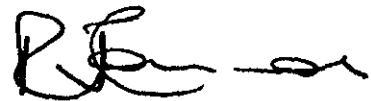
COMPANY NUMBER: 1598402

THE COMPANIES ACT 1985
COMPANY LIMITED BY SHARES
ELECTIVE RESOLUTION
OF
EVANSVILLE LIMITED
PASSED THE 29TH DAY OF DECEMBER, 2000

On 29th December, 2000 the sole member entitled to attend and vote at general meetings of the company resolved as an elective resolution:

“That the company pursuant to section 379A of the Companies Act 1985:

- (i) dispense with the laying of accounts and reports before the company in general meeting;
- (ii) dispense with the holding of annual general meetings of the company; and
- (iii) dispense with the obligation to appoint auditors annually as permitted by section 386 of the Companies Act 1985 but so that nothing in this resolution shall affect the appointment of PricewaterhouseCoopers as auditors of the company.”



COMPANY SECRETARY

rac/keep/resol

