

No. of the Company: 1687581

THE COMPANIES ACTS 1948 to 1981

COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

- of -

POSSFUND CUSTODIAN TRUSTEE LIMITED

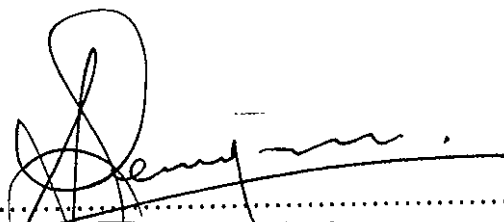
WE, the undersigned, being all the members of the Company entitled to attend and vote at a General Meeting of the Company, **HEREBY RESOLVE**, in accordance with the Articles of Association, **THAT** the Memorandum of Association be and is hereby amended by the deletion of object (i) in clause 3 of the Memorandum of Association, and the insertion in its place of the following object:-

"To borrow or raise money and secure and discharge any debt, liability or obligation of or binding on the Company or of or on any third party in such manner as may be thought fit, and in particular by mortgages or charges of the undertaking and all or any of the real and personal property (present or future) and the uncalled capital of the Company, or by the creation and issue on such terms as may be thought expedient of debentures, debenture stock or other securities of any description".

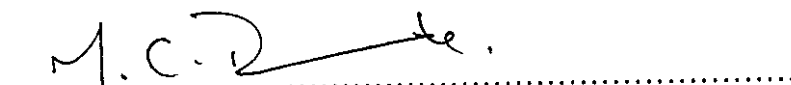
Dated

12th AUG

1998


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Possfund Nominees Limited
(by its duly authorised Corporate Representative)

L. SAMPSON (Director).


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M. C. Duncombe