

THE COMPANIES ACT 1985
COMPANY LIMITED BY SHARES
WRITTEN RESOLUTIONS

1733820

OF
ACORN INDUSTRIAL SERVICES LIMITED

Pursuant to Section 381A of the Companies Act 1985 ('the Act')

Passed on.....30-01-2004.....

We, the undersigned members of the above named Company being all the members who at the date hereof would be entitled to attend and vote at a general meeting of the company, hereby resolve as follows such resolutions to take affect pursuant to Section 379A of the Act.

ORDINARY RESOLUTIONS

That the authorised share capital of the Company be increased from £1000 to £1500 by the creation of 250 'A' ordinary shares of £1 each and 250 'B' Ordinary Shares of £1 each. The rights attaching to these shares will be as follows:-

Voting rights – these shares shall not have any voting rights in the company or entitlement to receive notice of the general meetings.

Dividend rights – there will be a right to receive dividends as recommended by the directors and such dividend right will not be pari passu as regards any other class of share; the directors may declare dividends at their absolute discretion in favour of the holders of these shares to the exclusion of the payment of dividends on any other class of shares.

Distribution rights – there will be no entitlement to share in the assets of the company on a winding up, except payment of an amount per share equal to the sum paid up or credited as paid up thereon.

SPECIAL RESOLUTION

That the provision of Article 5b of the Articles of Association shall not apply to the following proposed allotments provided that such allotments are made within one month of the date hereof:

'A' Ordinary Shares

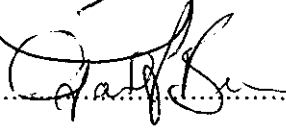
M Povey 50

'B' Ordinary Shares

P D Spillings 50

Signed..........E BAINES

Date.....30-01-2004.....

Signed..........G F BAINES

Date.....30-01-2004.....



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COMPANIES HOUSE

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05/02/04

DATE RECEIVED	03 FEB 2004
PARTNER	
CLIENT CODE	
FILING REFERENCE	