

THE COMPANIES ACT 1985

COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION

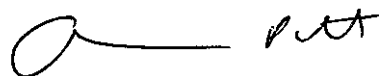
OF

CONTIM HARROW LIMITED
COMPANY NUMBER 1750855

At an EXTRAORDINARY GENERAL MEETING of the Members of the above Company, duly convened and held at 4 Highlands Court, Cranmore Avenue, Shirley, Solihull, B90 4LE on the 18th day of July 1996 the following Resolution was duly passed as a SPECIAL RESOLUTION of the Company.

SPECIAL RESOLUTION

THAT in accordance with S250 of the Companies Act 1985, the company being a dormant company within the meaning of the said section, the company shall be exempt from the provisions of Part VII of the Companies Act 1985 relating to the audit of accounts and obligation to appoint auditors.



A J PITT
SECRETARY

