

Company number
1816510

THE COMPANIES ACT 1985
COMPANY LIMITED BY SHARES

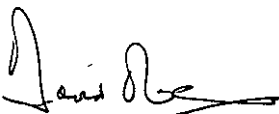
RESOLUTION
OF
MIDDLESEX HOLDINGS PLC

(passed on 31st July, 1998)

At an extraordinary general meeting of the company duly convened and held at the Regents Park Marriot Hotel, 128 King Henry's Road, London NW3 3ST, the following resolution was duly passed as an ordinary resolution of the company:

ORDINARY RESOLUTION

THAT the Disposal as defined and described in the circular to Shareholders dated 13 July 1998 (the "Circular") be and is hereby approved and the Directors be and they are hereby authorised to waive, amend, vary or add to any such terms provided that such changes are non-material in nature and to undertake and execute all acts and other documents as they may consider necessary or expedient in relation to that Disposal.


.....
Chairman

