

Company Number 1893724

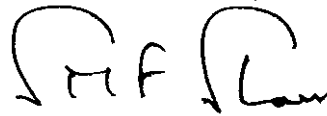
Companies Act 1985, Section 250 as amended by
Section 14 of the Companies Act 1989 and by SI No. 1992/3003

SPECIAL RESOLUTION OF
BBA GROUP LEASING LIMITED

At a general meeting of the above Company, held on 9 October 1998 the following resolution was passed.

"The accounts of the Company for the financial year ending 31 December 1996 having been sent out in accordance with Section 238 of the Companies Act 1985, and the Company, having been dormant since the end of that year, IT IS HEREBY RESOLVED THAT the Company make itself exempt from the provisions of Part VII of the Companies Act 1985 relating to the audit of accounts and from the obligation to appoint auditors."

Signed for and on behalf of
BBA Group Leasing Limited by



Sarah M F Shaw
Secretary

9 October 1998

