

THE COMPANIES ACTS 1985 and 1989

JEM SMOKE MACHINE COMPANY LIMITED

Company Number 1913440

AUDITORS' STATEMENT UNDER s 43 (3) (b)

We refer to the proposed reregistration of the Company as a public limited company. We confirm that we act as auditors of the Company. As required by s 43 (3) (b) of the Companies Act 1985 we are able to confirm that in our opinion the above Company's Balance Sheet (a copy of which is attached along with a copy of the unqualified audit report) shows that the amount of the Company's net assets was not less than the aggregate of its called up share capital and undistributable reserves at that date.

Signed

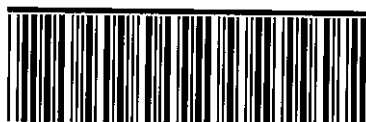
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Name

SIBA AND COMPANY
308 High Street
Croydon
Surrey
CR0 1NG

Dated

13 - 11 - 1997
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COMPANIES HOUSE 17/11/97