

AUTOFOCUS (UK) LIMITED

ACCOUNTS

FOR THE YEAR ENDED 31ST MARCH, 1997

SANGER & CO
ACCOUNTANTS
69 HIGH STREET
WESTERHAM
KENT
TN16 1RE



Company number: 2007582

AUTOFOCUS (UK) LIMITED

Special Resolution pursuant to Section 250 of the Companies Act 1985.

At a General Meeting of the Company held on the 24th August, 1997 the following Special Resolution was passed:

that in accordance with Section 250 of the Companies Act 1985, the Company shall be exempt from the obligation to appoint Auditors as otherwise required by Section 385 of that Act.

SIGNED..........DIRECTOR

DATE.....24/8/97.....

Company number: 2007582

AUTOFOCUS (UK) LIMITED

BALANCE SHEET

AS AT 31ST MARCH, 1997

CURRENT ASSETS:

Directors Loan Account

£

2

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Financed By:

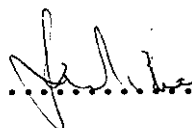
Share Capital

2

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DIRECTORS STATEMENT:

In the opinion of the Director, the Company is dormant as defined by
Section 250 of the Companies Act 1985.

..........DIRECTOR14/1/98.....DATE