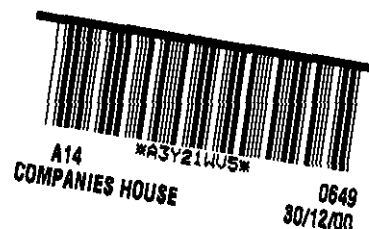


Company Number: 2078273



The Companies Act 1985

---

COMPANY LIMITED BY SHARES

---

WRITTEN RESOLUTION

OF

BIRMINGHAM INTERNATIONAL AIRPORT LIMITED

---

Passed 19 DECEMBER 2000

---

We the undersigned, being or representing all of the members of Birmingham International Airport Limited ("the Company") **HEREBY RESOLVE** that the following be passed as a special resolution and shall be valid and effective from the date of the last signature:-

That the Memorandum of Association of the Company be amended by the insertion of a new sub-paragraph 3.26 as set out below, and the consequential re-numbering of the existing sub-paragraph 3.26 as sub-paragraph 3.27:-

"3.26 Subject to and in accordance with due compliance with the provisions of Sections 155 to 158 (inclusive) of the Companies Act 1985 ("the Act") (if and so far as such provisions shall be applicable), to give, whether directly or indirectly, any kind of financial assistance (as defined in Section 152(1)(a) of the Act) for any such purpose as is specified in Section 151(1) and/or Section 151(2) of the Act".

Name of Shareholder

Signature

Date of Signature

Birmingham Airport Holdings  
Limited

.....M. S. Helms.....

19 DECEMBER 2000