Registered Number: 2207091

The Companies Act 1985 to 1989

COMPANY LIMITED BY SHARES

ELECTIVE RESOLUTION

of

ALLEN & GINTER (UK) LIMITED

Passed on 17 December 2004

At an Extraordinary General Meeting of the Company, duly convened and held at Globe House, 4 Temple Place, London WC2 on 17 December 2004 at 11.00am, the following resolution was duly passed as an ELECTIVE RESOLUTION:

"THAT, pursuant to Section 386 of the Companies Act 1985, the Company elects to dispense with the obligation to appoint Auditors annually."

DIRECTOR

AYF731HF 0384
COMPANIES HOUSE 29/12/04