THE COMPANIES ACT 1985

UNLIMITED COMPANY

SPECIAL RESOLUTION

of

CANARY WHARF INVESTMENTS (THREE)

At an extraordinary general meeting of the Company held at 200 Aldersgate Street, London ECIA 4JJ on 26 June 1996 the following special resolution was passed.

SPECIAL RESOLUTION

THAT, the execution by the Company of the documents to be executed by the Company as set out in the Memorandum produced to the meeting be and is hereby approved, and that all matters set out in the draft minutes of the poard of directors of the Company produced to the meeting be and are hereby approved and that the directors be and are hereby authorised to pass all resolutions contained in those draft minutes.

Chairman



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