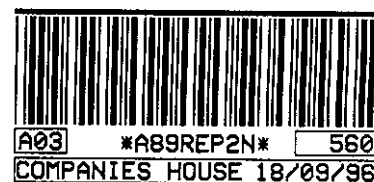


COMPANY NUMBERS: 2457204, 2457190, 2457195, 2457202

COMPANIES ACT 1985

**ORDINARY RESOLUTIONS
AND
SPECIAL RESOLUTIONS
OF**



**GUARANTEED PROPERTY (1) LIMITED
GUARANTEED PROPERTY (2) LIMITED
GUARANTEED PROPERTY (3) LIMITED
GUARANTEED PROPERTY (4) LIMITED**

At an Extraordinary General Meeting of the above named Companies duly convened and held on 13 September 1996 at 11.15 am at 49 Kensington Court, London W8 the following resolutions were duly passed :

SPECIAL RESOLUTIONS

1. THAT the above named Companies be wound up voluntarily.
2. THAT the above named Companies in consideration of being put into members' voluntary liquidation jointly and severally undertake that they will at all times hereafter indemnify each other and keep each other indemnified against all claims and payments for which each Company may become or be rendered liable in the course of the winding up and against all actions, suits, proceedings, claims, demands, costs and expenses whatsoever which may be taken or made against each Company or incurred or become payable by each Company in the course of the winding up.

ORDINARY RESOLUTIONS

1. THAT David Nisbet of Casson Beckman & Partners of Hobson House, 155 Gower Street, London WC1E 6BJ is appointed liquidator of the above companies for the purpose of such winding up.
2. THAT the remuneration of the liquidator for each of the above Companies is £2,500 plus VAT and disbursements.
3. THAT the liquidator is authorised to destroy any of the above Companies' records in their possession as they think fit.

.....CHAIRMAN

.....13/9/96.....DATE