

Company No. 2460363

THE COMPANIES ACT 1985-1989

COMPANY LIMITED BY SHARES

RESOLUTION

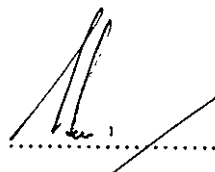
OF

SOPHIA GARDENS PROPERTIES LIMITED

At an EXTRAORDINARY GENERAL MEETING of the above-named Company duly convened and held on 12th October 1998 the following resolution was duly passed as a Special Resolution:

SPECIAL RESOLUTION

That the accounts of the Company for the financial year ending 30th June 1998 having been set out in accordance with Section 238 of the Companies Act 1985, and the Company having been dormant since the end of the year, resolves to make itself exempt from the provision of Part VII of the Companies Act 1985 relating to the audit of accounts and from the obligation to appoint auditors.


.....
Secretary

