

G**Statement of particulars of
variation of rights attached
to shares****128(3)**Please do not
write in
this margin

Pursuant to section 128(3) of the Companies Act 1985

Please complete
legibly, preferably
in black type, or
bold block letteringTo the Registrar of Companies
(Address overleaf)

For official use

Company number

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2460488

Name of company

* Mainstream Forty-Seven Limited

* insert full name
of company

§ insert date

On § 25 October 1995 the rights attached to

Number of Shares	Class(es) of share
500	'A' Shares
500	'B' Shares
1	'C' Shares

were varied as set out below (otherwise than by amendment of the company's memorandum or articles or by any resolution or agreement to which section 380 of the above Act applies)

"The 500 'A', 500 'B' and 1 'C' shares in the company were converted into 1,001 ordinary shares to rank pari passu in all respects.

‡ Insert
Director,
Secretary,
Administrator,
Administrative
Receiver or
Receiver
(Scotland) as
appropriateSigned *B S Macaulay*Designation‡ *Secretary*Date *24/11/95*Presentor's name address and
reference (if any):For official Use
General Section

Post room

A03 *ALNB8GWD* 184
COMPANIES HOUSE 29/11/95

Notes

The address for companies registered in England and Wales or Wales is:-

The Registrar of Companies
Companies House
Crown Way
Cardiff
CF4 3UZ

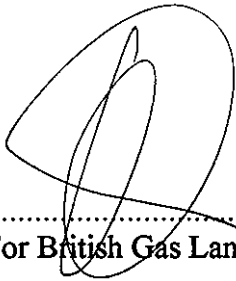
or, for companies registered in Scotland:-

The Registrar of Companies
Companies House
100-102 George Street
Edinburgh
EH2 3DJ

VARIATION OF RIGHTS ATTACHED TO THE A, B AND C SHARES

OF MAINSTREAM FORTY-SEVEN LIMITED

British Gas Land Investments Limited, in its capacity as sole shareholder of the A, B and C shares of Mainstream Forty-Seven Limited hereby gives written consent to the variation of the rights attached to all the aforementioned shares. These shares will be converted into the same number (1001) of "ordinary shares" which will rank pari passu for all purposes in accordance with the amended Articles of Association of the company to be adopted by special resolution at the Annual General Meeting of the company to be held on 25 October 1995.



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For British Gas Land Investments Limited

