

Company Number: 2468307

THE COMPANIES ACT 1985

Unlimited Company having a share capital

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WRITTEN RESOLUTIONS

of

the shareholders of

ABBEY NATIONAL BAKER STREET INVESTMENTS

passed on 27th September, 1990  
in accordance with Section 381A of  
the Companies Act 1985 as amended  
by the Companies Act 1989

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Resolutions 1 and 2 are passed as Special Resolutions.

SPECIAL RESOLUTIONS

1. That the objects of the Company be altered by:-

- (i) the deletion of sub-clause (I) of clause 3 and the  
substitution therefor of the following new sub-clause:-

"(I) To make advances with or without security, and upon  
such terms as the Company may approve."

- (ii) the deletion of sub-clause (L) of clause 3 and the  
substitution therefor of the following new sub-clause:-

"(L) To invest the moneys of the Company not ~~immediately~~  
required for the purposes of its business in or upon such ~~HOUSE~~

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investments or securities and in such manner as may from time to time be determined."

- (iii) the deletion of sub-clause (N) of clause 3 and the substitution therefor of the following new sub-clause:-

"(N) To accept payment for any property or rights sold or otherwise disposed of by the Company, either in cash, by instalments or otherwise, or in fully or partly paid-up shares of any company or corporation, with or without deferred or preferred or special rights or restrictions in respect of dividend, repayment of capital, voting or otherwise, or in debentures or mortgage debentures or debenture stock, mortgages or other securities of any company or corporation, or partly in one mode and partly in another, and generally on such terms as the Company may determine, and to hold or dispose of any shares, stock or securities so acquired."

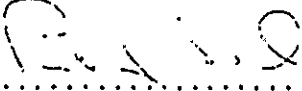
2. That the authorised share capital of the Company be increased to £175,105,000 by the creation of 75,000,000 additional Ordinary Shares of £1 each.

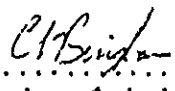
#### ORDINARY RESOLUTION

3. That, pursuant to section 80 of the Companies Act 1985, the directors be and they are hereby authorised generally and unconditionally to allot relevant securities (as defined in section 80 of the Companies Act 1985) up to an aggregate nominal amount of £175,105,000 provided that this authority, unless renewed, shall expire on the date five years from the date on which this resolution is passed save that the Company may before such expiry make an offer or agreement which would or might require relevant securities to be allotted after such expiry and the directors may allot the relevant securities in pursuance of

such offer or agreement as if the authority conferred hereby had not expired.

We, being the holders of the entire issued share capital of the Company, hereby resolve as aforesaid.

  
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For and on behalf of  
Abbey National plc

  
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For and on behalf of  
Abbey National Investments Holdings Limited

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