

No: 2588224

**THE COMPANIES ACT 1985 (the "Act") (as amended)**

Public Company limited by shares

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**RESOLUTION**

**OF**

**ABBEY NATIONAL STERLING CAPITAL PLC**

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At an Annual General Meeting of the above-named company duly convened and held on 27 July 2001 the following resolution was passed as an ordinary resolution:

That in substitution for any existing authority conferred on the directors to allot relevant securities as defined in Section 80(2) of the Companies Act 1985 (the "Act"), the directors of the Company be and they hereby are generally and unconditionally authorised pursuant to and in accordance with Section 80 of the Act to exercise the power of the Company to allot all or any of the unissued shares comprised in the authorised share capital of the Company, such authority to expire five years from the date of passing of this resolution.



J L Wright  
Authorised Signatory  
for and on behalf of  
Abbey National Secretariat Services Limited  
Secretary

Dated: 27 July 2001

