

Number of Company: 2642802

The Companies Act 1985

COMPANY LIMITED BY SHARES

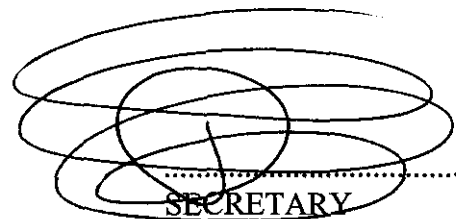
**ELECTIVE RESOLUTIONS
of
G F O'BRIEN (HOLDINGS) LTD**

Passed on 16th November 2000

At an Extraordinary General Meeting of the above-named Company duly convened and held at Dolydd Road, Wrexham, LL13 7TF on 16th November 2000 the following Resolutions were duly passed, as Elective Resolutions.

ELECTIVE RESOLUTIONS

1. That in accordance with the provisions of Section 252 of the Companies Act 1985 the Company does hereby dispense with the laying of accounts and reports before the Company in General Meetings in respect of the year ended 31 December 2000 and subsequent financial years.
2. That in accordance with the provisions of Section 366A of the Companies Act 1985 the Company does hereby dispense with the holding of the Annual General Meeting for 2001 and subsequent years.
3. That in accordance with the provisions of Section 386 of the Companies Act 1985 the Company does hereby dispense with the obligation to appoint Auditors annually.


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SECRETARY

