

No. 02796693

**THE COMPANIES ACTS 1985 AND 1989**

**PRIVATE COMPANY LIMITED BY SHARES**

**ELECTIVE RESOLUTIONS**

**- of -**

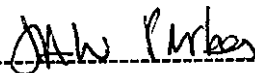
**COUNTY FAIRS LIMITED**

We, the undersigned, being all the members of the Company, hereby pass the following Elective Resolutions as written resolutions in accordance with sections 379A and 381A Companies Act 1985 :-

1. That in accordance with section 366A Companies Act 1985 the Company hereby elects to dispense with the holding of annual general meetings in respect of 1998 and each subsequent year while this resolution remains in force.
2. That in accordance with section 252 Companies Act 1985 the Company hereby elects to dispense with the laying of accounts and reports before the Company in general meeting in respect of the present financial year and each subsequent financial year while this resolution remains in force.

DATED the 5<sup>th</sup> day of September 1997

For and on behalf of  
KEELEX CORPORATE SERVICES LIMITED

  
Director

For and on behalf of  
KEELEX FORMATIONS LIMITED

  
Director

