

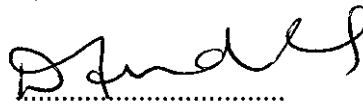
THE COMPANIES ACT 1985
AND
THE COMPANIES ACT 1989
COMPANY LIMITED BY SHARES
SPECIAL RESOLUTION
OF
TOLENT HOMES LIMITED
Passed the 1st day of April 1996

At the annual general meeting of the members of the above-named company, duly convened and held at 25 Moorgate Road, Rotherham, S Yorkshire S60 2AD on the 1st day of April 1996 the following SPECIAL RESOLUTION was duly passed:

SPECIAL RESOLUTION

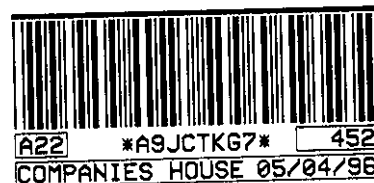
1. THAT the company having satisfied the provisions of Section 250, Companies Act 1985, relating to dormant companies, the company be exempt from the provisions of Part VII of that Act relating to the audit of accounts.

By order of the Board



Secretary

Ravensworth House
5th Avenue Business Park
Team Valley
Gateshead
Tyne & Wear
NE11 0HF



Date: 1st April 1996