

Company Number 02807991

The Companies Acts 1985 To 1989

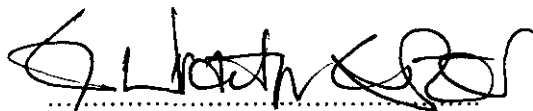
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Elective Resolutions
of

Royal Bank Business Asset Finance Limited
(Private Company Limited By Shares)

On the 30 June 2006, the following RESOLUTIONS IN WRITING (such Resolutions to have effect as Elective Resolutions were duly passed by the sole member of the Company entitled to attend and vote at a general meeting of the Company pursuant to Section 381A, Companies Act 1985 (as amended):-

ELECTIVE RESOLUTIONS

1. That, pursuant to Section 386 Companies Act 1985, the Company hereby elects to dispense with the obligation to appoint auditors annually.
2. THAT pursuant to Section 252 of the Companies Act 1985 the Company elects to dispense with the laying of accounts and reports before the Company in General Meeting for the current financial year and subsequent financial years.
3. THAT pursuant to Section 366A of the Companies Act 1985 the Company elects to dispense with the holding of an Annual General Meeting in 2006 and subsequent years.



G. Wraith-Carter
Company Secretary

