

THE COMPANIES ACT 1985

PRIVATE COMPANY LIMITED BY SHARES

ELECTIVE RESOLUTIONS  
PASSED AS WRITTEN RESULTS

OF

PPP BEAUMONT PROPERTIES (EDGBASTON) LTD

IT WAS RESOLVED:

THAT the Company hereby elects:

- i pursuant to Section 252 of the Act to dispense with the laying of Report and Accounts before the Company in general meeting;
- ii pursuant to Section 366(A) of the Act to dispense with the holding of Annual General Meetings; and
- iii pursuant to Section 386 of the Act to dispense with the obligation to appoint auditors annually.

The Company also hereby resolves:

THAT for as long as the elective resolution to dispense with the obligation to appoint auditors annually shall remain in effect the directors of the Company be and they are hereby authorised to fix the remuneration of the auditors.

For and on behalf of PPP Beaumont Plc  
Dr R H McNeilly

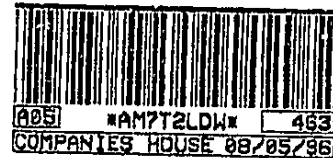
*R H McNeilly* ..... Date *24.4.96* .....

For and on behalf of Priplan Investments Ltd  
D W W Torrance

*D W W Torrance* ..... Date *24.4.96* .....

*I certify that this is a  
true copy of the original  
elective Resolution.*

*Deborah Griffiths*  
COMPANY SECRETARY 3.5.96





Company No 2859879

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The Company also hereby resolves:

THAT for as long as the elective resolution to dispense with the obligation to appoint auditors annually shall remain in effect the directors of the Company be and they are hereby authorised to fix the remuneration of the auditors.

For and on behalf of PPP Beaumont Plc  
Dr R H McNeilly

*R H McNeilly* ..... Date *24.4.96* .....

For and on behalf of Priplan Investments Ltd  
D W W Torrance

*D W W Torrance* ..... Date *24.4.96* .....

*I certify that this is a true copy of the original elective resolution.*

*Deborah Beggs*  
SECRETARY 3.5.96