

**SCARCROFT LEASING (DEC) LIMITED**

**Company No 2870842**

I hereby certify that the following resolutions were passed at an Extraordinary General Meeting of the Company held on 6 October 1998:

**Special Resolution**

1. THAT the Company, having been dormant since the end of the financial year ending 31 December 1996, exempts itself from the provisions of Part VII of the Companies Act 1985 relating to the audit of accounts, pursuant to S250 Companies Act 1985.

**Elective Resolutions**

2. THAT pursuant to S379A and S252 of the Companies Act 1985, the Company hereby elects to dispense with the laying of accounts and reports before the Company in General Meeting;
3. THAT pursuant to S379A and S386 of the Companies Act 1985, the Company hereby elects to dispense with the obligation to appoint auditors annually; and
4. THAT pursuant to S379A and S366A of the Companies Act 1985, the Company hereby elects to dispense with the obligation to hold annual general meetings.

S.M.D. Christie

**S M D CHRISTIE**  
Company Secretary

07/10/98

**DATE**

