

Company Number : 2907972

BISHOPS PLACE MANAGEMENT COMPANY LIMITED

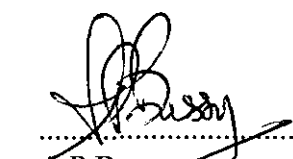
Pursuant to Article 53 of Table A of the Companies Act 1985 as incorporated by Article 1 of the Company's Articles of Association, we, the undersigned, being all the members of the Company who at the date of this Resolution are entitled to attend and vote at a general meeting of the Company, hereby resolve as Special Resolutions :

SPECIAL RESOLUTIONS

1. "THAT the Company manage and administer the property, including the roofs and foundations of the structure and the surface of all car parking areas and dustbin storage areas, of the development known as Bishops Place, Woodstock Road, Oxford, which comprises part of the title registered at H.M. Land Registry with absolute title under Title Number ON164066."
2. "THAT the Articles of Association of the Company be amended by deleting the word "two" from the last line of Article 11(b) and substituting therefor the word "one" and by adding the following sentence at the end of Article 11(b):

"If and so long as there is a sole director, he may exercise all the powers and authorities vested in the directors by the Articles of Association of the Company, and Regulation 89 of Table A shall be modified accordingly."

Dated this 6th day of October 1999


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A P Bussy


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M P Felce

