

Company No - 2924322

THE COMPANIES ACT 1985
THE COMPANIES ACTS 1985 AND 1989
COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

OF

SOVCO (568) LIMITED

Pursuant to regulation 53 of Table A (which is incorporated in the Company's Articles of Association) we the undersigned, being all the members of the Company for the time being entitled to receive notice of and to attend and vote at general meetings of the Company hereby pass the following resolutions as special resolution and elective resolutions and agree that the said resolutions shall for all purposes be as valid and effective as if passed at a general meeting of the Company duly convened and held -

SPECIAL RESOLUTION

That in accordance with the provisions of Section 250 of the Companies Act 1985 (as amended) the Company, being dormant within the meaning of the said section, be exempt from the obligation to appoint auditors as otherwise required by Section 384 of the said Act.

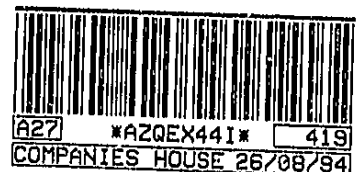
ELECTIVE RESOLUTIONS

That in accordance with the provisions of Sections 379A, 252 and 366A of the Companies Act 1985 (as amended) the Company be exempt from the obligation of -

1. the laying of accounts and reports before the company in general meeting in respect of the year ended 30th April 1995 and subsequent financial years.
2. the holding of the annual general meeting for 1994 and subsequent years.

Dated 19th July, 1994

Signed:
(duly authorised on behalf of
Sovshelfco (Formations) Limited)



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