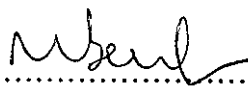


Number of Company: 2952948

THE COMPANIES ACT 1985
ELECTIVE RESOLUTIONS
OF
THE VIRGIN COLA COMPANY LIMITED
DATED 3 FEBRUARY 1999

Pursuant to Section 381A of the Companies Act 1985 (the "Act"), we the undersigned, being the sole Member for the time being of the Company entitled to receive notice of and to attend and vote at any general meeting of the Company, hereby pass the following resolutions as Elective Resolutions in accordance with Section 379A of the Act:

1. THAT the Company hereby elects, pursuant to Section 386 of the Act, to dispense with the obligation to appoint auditors annually.
2. THAT while the election made in resolution 3 above remains in force, the remuneration of the Auditors shall be fixed by the directors.
3. THAT the Company hereby elects, pursuant to Section 386 of the Act, to dispense with the obligation to appoint auditors annually.
4. THAT while the election made in resolution 3 above remains in force, the remuneration of the auditors shall be fixed by the directors.


.....
M H Berrisford
For and on behalf of
The Virgin Trading Company Limited

