

Company No 2973419

The Companies Act 1985

Company Limited by Shares

Ordinary Resolution
of

Wellington (Three) Limited
(the "Company")

(passed by written resolution of the members pursuant to s.382B
on 21 May 2003)

The following resolution, having effect as an ordinary resolution, was approved on the above date by the sole member of the company.

THAT the company hereby elects:

- 1 pursuant to Section 252 of the Act, to dispense with the laying of the accounts and reports before the company in general meeting;*
- 2 pursuant to Section 366A of the Act, to dispense with the holding of annual general meetings;*
- 3 pursuant to Section 386 of the Act, to dispense with the obligation to appoint auditors annually;*

Signed:.....

Michael L Glover
Company Secretary

Dated: 21 May 2003

