

Company Number: 2987025

The Companies Act 1985

COMPANY LIMITED BY SHARES

Special Resolution

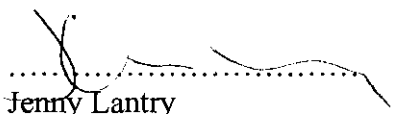
(Pursuant to s. 378 (2) of the Companies Act 1985)
of
Waycrest Services Ltd ("the Company")

Passed 12th November 2002

At an EXTRAORDINARY GENERAL MEETING of the above-named Company, duly convened, and held at Bourne Concourse, Peel Street, Ramsey, Isle of Man on the 12th November 2002, the subjoined SPECIAL RESOLUTION passed:-

That Regulation 6 and 7 in Table A shall not apply to the Company and the Company shall not be required to issue a share certificate.

Signed,


Jenny Lantry
Goldabbey Limited
Chairman

Dated this 12th November 2002

