

SODEXHO GARDNER MERCHANT ALLIANCE LIMITED

COMPANY NUMBER 2987170

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

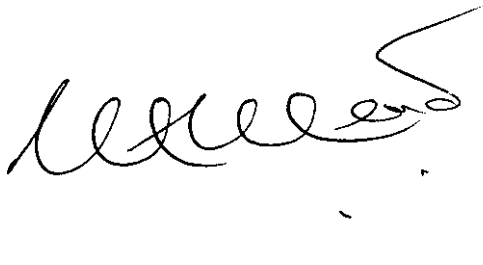
The following Resolutions were passed as written Resolutions pursuant to Section 381A of the Companies Act 1985.

Elective Resolutions

1. That pursuant to Section 366A of the Companies Act 1985 the Company hereby elects to dispense with the hold of Annual General Meetings in 2000 and subsequent years until this election is revoked.
2. That pursuant to Section 252 of the Companies Act 1985 the Company hereby elects to dispense with the laying of accounts and reports before the Company in General Meeting for the current financial year and all subsequent financial years.
3. That pursuant to Section 386 of the Companies Act 1985 the Company hereby elects to dispense with the obligation to appoint auditors annually.

Signed

Secretary/Director



Date: 2/11/99