COMPANY NUMBER: 3004859

THE COMPANIES ACT 1985

COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION

of

THE HERITAGE PUB COMPANY LIMITED

passed on 18 July 1996

At an Extraordinary General Meeting of the above named Company duly convened and held on 1877 1996 the following resolution was duly proposed and passed as a special resolution of the Company:-

SPECIAL RESOLUTION

That the entering into by the Company of a corporate Guarantee in favour of the Governor and Company of the Bank of Scotland in respect of the obligations of Asterdale Leisure Centre Limited and Constantia (White Hart) Limited was commercially justified and in the interest and for the benefit of the Company and that the Directors be and are hereby empowered, authorised and directed to execute and complete such Guarantee.

Director \

R27 *AQWASHVV* 432 COMPANIES HOUSE 06/08/96