

No: 3012199

THE COMPANIES ACT 1985

COMPANY LIMITED BY SHARES

RESOLUTION

of

BECKS (EASTBOURNE) LIMITED

(the "Company")

At an Extraordinary General Meeting of the Company held at EASTBOURNE ROAD, WETHAM,
on 1st December 1998 the following resolution was passed as a Special Resolution.

RESOLUTION

THAT:

- 1 any and all rights of pre-emption over the share capital of the Company conferred on or held by the Shareholders in the Company by virtue of the Company's Articles of Association or by express agreement or otherwise be and are hereby waived;
- 2 each of the 16,667 issued and unissued A ordinary shares of £1 each and 233,000 issued 9.0% Cumulative Redeemable Preference Shares of 1 pence each in the capital of the Company shall be re-designated as Ordinary Shares ranking pari passu in all respects with the existing Ordinary Shares in the capital of the Company.

.....
Director

