

DORMANT COMPANY RESOLUTION

Company No. 3058000

Companies Act 1985, Section 250 as amended by Section 14 of the Companies Act 1989 and by SI No. 1992/3003

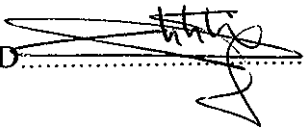
Special Resolution of

THE FIRTH FIRMAC GROUP LIMITED

At a general meeting of the above Company, held on the 23rd day of December 1996 the following resolution was passed:

The company having been dormant since its formation resolves to make itself exempt from the provisions of Part VII of the Companies Act 1985 relating to the audit of accounts and from its obligation to appoint auditors.

SIGNED.....



Director of the Company

DATE 24/12/96

