

Company Number 3130330

**THE COMPANIES ACT 1985 TO 1989
COMPANY LIMITED BY SHARES**

ELECTIVE RESOLUTIONS OF BASS CAR LEASING LIMITED

At an Annual General Meeting of the members of the above-named company, duly convened and held at short notice at 20 North Audley Street, London W1Y 1WE on 28th February 2000, the following elective resolutions were passed by agreement, in person or by proxy, of all the members entitled to attend and vote at the meeting.


ELECTIVE RESOLUTIONS

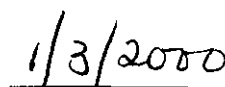
1. THAT pursuant to s.366A of the Companies Act 1985, the company hereby elects to dispense with the holding of annual general meetings in the year 2001 and subsequent years.
2. THAT pursuant to s.252 of the Companies Act 1985, the company hereby elects to dispense with the laying of accounts and reports before the company in general meeting.
3. THAT pursuant to s. 386 of the Companies Act 1985 (as amended), to dispense with the obligation to re-appoint Auditors annually.



J.B. Combeer
Secretary

Certified a true copy


Secretary


Date

