

Company No. 3141013

THE COMPANIES ACTS 1985 and 1989

PRIVATE COMPANY LIMITED BY SHARES

URBAN SPLASH (BRITANNIA MILLS) LIMITED

At an Extraordinary General Meeting of the above named Company duly convened and held at Ducie House, Ducie Street, Manchester, M1 2JW on the ^{1st} day of August 1996 the following Resolutions were passed:-

Ordinary Resolutions

"That the authorised share capital of the Company be and is hereby increased from £100 to £5 Million by the creation of a further 4,999,900 ordinary shares of £1 each ranking pari passu in all respects with the existing shares in the capital of the Company."

"That the Directors be generally and unconditionally authorised pursuant to the Companies Act 1985 Section 80 for a period of 5 years from the date of adoption of this resolution to exercise the power of the Company to allot, grant options over or otherwise dispose of all the additional 4,999,900 ordinary shares to such persons at such times and on such conditions as they may determine and this authority may be varied or revoked by an ordinary resolution of the Company."

Special Resolution

"That Article 5.1 of the Articles of Association of the Company shall not apply to the allotment of the additional 4,999,900 ordinary shares in the capital of the Company."

T. B. [Signature]
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DIRECTOR

