

Company No: 3141013

THE COMPANIES ACT 1985-1989

PRIVATE COMPANY LIMITED BY SHARES

RESOLUTION (1)

- of -

URBAN SPLASH (BRITANNIA MILLS) LIMITED
("the Company")

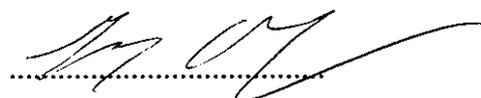
PASSED 30th November 1999

On the 30th day of November 1999 the following Resolution was passed as an Ordinary Resolution of the Company by way of a Written Resolution signed by all the members of the Company entitled to receive notice of and to attend and vote at General Meetings:-

Ordinary Resolution 1.

"That the share capital of the Company be increased from £5,000,000 to £20,000,000 (twenty million pounds) by the creation of 15,000,000 new ordinary shares of £1 each ranking in all respects pari passu with the existing 5,000,000 ordinary shares of £1 each in the capital of the Company."

DATED this *30th* day of *November* 1999



DIRECTOR/SECRETARY

