DORMANT COMPANY RESOLUTION

COMPANY No. 3293818

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

Special Resolution of

FILM RESOURCES LIMITED

At a general meeting of the above company held on the 9th day of April 1999 the following resolution was passed:

The Accounts of the Company for the period 12th December 1996t o 31 December 1997 having been sent out in accordance with Section 238 of the Companies Act 1985 and the company, having been dormant since the end of that year, resolves to make itself exempt from provisions of Part VII of the Companies Act 1985 relation to the audit of accounts and from obligations to appoint auditors.

D Hodgins

Director of the Company

9 April 1999

