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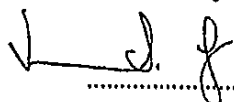
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Elective Resolution of Caring Daycare Limited

Passed on the 23 day of January 1998

At an Annual General Meeting of the above named company, duly convened and held at Chasemoor Corner, Kingswood Lane, Gratchott, Hindhead GU26 6DQ on the 23 day of January 1998, the following elective resolutions were duly passed pursuant to s.379A of the Companies Act 1985:-

1. That in accordance with the provisions of s.252 of the Companies Act 1985 (as amended) the company does hereby dispense with the laying of accounts and reports before the company in general meeting in respect of the year ended 31 January 1998 and subsequent financial years thereafter.
2. That in accordance with the provisions of s.366A of the Companies Act 1985 (as amended) the company does hereby dispense with the holding of the Annual General Meeting for 1999 and subsequent years thereafter.
3. That in accordance with the provisions of s.386 of the Companies Act 1985 (as amended) the company does hereby dispense with the obligation to appoint auditors annually.


..... Director

