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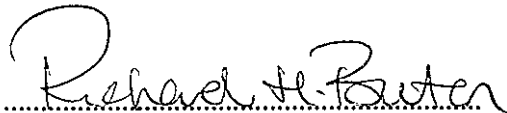
Notice of Resolution of the shareholders of Burtons of Cumbria Limited,
passed at a general meeting held on 17 September 1997.

It was resolved that the nominal capital of the company be increased from £1,000 to £100,000,
and be subdivided as follows:-

50,000 £1 'A' Ordinary Shares
50,000 £1 'B' Ordinary Shares

Form 123 to be submitted to Companies House forthwith.

For and on behalf of Burtons of Cumbria Limited


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R H Burton - Chairman

