

15 - 05 - 97

THE COMPANIES ACTS 1948 TO 1989

COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

Pursuant to Section 381A of the Companies Act 1985

of

CONCOURSE SKELMERSDALE LIMITED

(Registered No.3302904)

I, the undersigned, being the sole member of the Company who at the date of these resolutions would be entitled to attend and vote at general meetings of the Company, HEREBY PASS the undermentioned resolutions numbered 1-3 as Elective Resolutions and agree that each of the said resolutions shall for all purposes be as valid and effective as if the same had been passed by me at a general meeting of the Company duly convened and held:-

1. THAT pursuant to Section 366A of the Companies Act 1985 the Company hereby elects to dispense with the holding of annual general meetings for 1997 and subsequent years until this election is revoked.
2. THAT pursuant to Section 252 of the Companies Act 1985 the Company hereby elects to dispense with the laying of accounts and reports before the Company in general meeting.
3. THAT pursuant to Section 386 of the Companies Act 1985 the Company hereby elects to dispense with the obligation to appoint auditors annually.


P.V.S. MANDUCA
(Duly authorised representative of
THREADNEEDLE PROPERTY FUND MANAGERS LIMITED)

7th May 1997

