

Company No: 3372127



The Companies Act 1985

COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

of

LANDROUND LIMITED

Passed 16th June 1997

In accordance with the Company's Articles of Association and Section 381A of and Schedule 15A to the Companies Act 1985, we the undersigned, being all the members of the Company for the time being entitled to vote at general meetings of the Company, **HEREBY RESOLVE** as follows:

RESOLUTIONS

That the:

1. authorised share capital of the Company be increased from £200,000 to £200,001 by the creation of 20 ordinary shares of 5p each;
2. Directors be generally and unconditionally authorised pursuant to section 80 of the Act to allot relevant securities (as defined in that section) up to an aggregate nominal amount of £200,001, to expire on the date falling five years after the date of the passing of this resolution; and
3. powers of pre-emption contained in the Company's Articles of Association be waived for the purposes of allotting 1 ordinary share of £1 to each of:
 - 3.1 M Crompton; and
 - 3.2 J Crompton.

Name of shareholder

Signature

Date

M Crompton

A handwritten signature, appearing to be 'M Crompton', is written over a dotted line.

16.06.97

J Crompton

A handwritten signature, appearing to be 'J Crompton', is written over a dotted line.

16.06.97

J Wilcock

A handwritten signature, appearing to be 'J Wilcock', is written over a dotted line.

16.06.97

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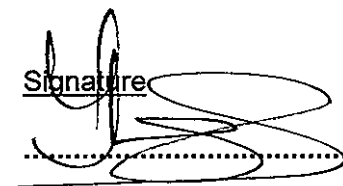
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 - 3.1 M Crompton; and
 - 3.2 J Crompton.

Name of shareholder

F Legh

Signature



Date

16.6.97

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Name of shareholder

Signature

Date

P Williams

P Williams

16.06.97

1/24

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 - 3.2 J Crompton.

Name of shareholder

S Fields

Signature

S. Fields

Date

16th June 1997

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 - 3.2 J Crompton.

Name of shareholder

P McDonald

Signature

x Andrew Dargatzis x

Date

x 16 June 1997 x

<u>Name of shareholder</u>	<u>Signature</u>	<u>Date</u>
G Wilcock	<u>G. W. Wilcock</u>	<u>16.06.97</u>
R Mills	<u>[Signature]</u>	<u>16.06.97</u>
T Mills	<u>[Signature]</u>	<u>16.06.97</u>
C Meayer	<u>Cm meayer</u>	<u>16.06.97</u>
F Legh
D Lyne
B Liversage	<u>Bm Liversage</u>	<u>16.06.97</u>
P Williams	<u>[Signature]</u>
P Jones	<u>[Signature]</u>	<u>16.06.97</u>
L Hayes	<u>[Signature]</u>	<u>16.06.97</u>
S Smith	<u>S. Smith</u>	<u>16.06.97</u>
G Greer	<u>G Greer</u>	<u>16.06.97</u>
L Shaw	<u>[Signature]</u>	<u>16.06.97</u>
E Buck	<u>Miss E. L. Buck</u>	<u>16.06.97</u>
S Fields
R Swift	<u>[Signature]</u>	<u>16.06.97</u>
P McDonald
L Eastwood	<u>L. Eastwood</u>	<u>16.06.97</u>

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 - 3.2 J Crompton.

Name of shareholder

D Lyne

Signature

x  x

Date

16/6/97