

COMPANY NUMBER 3420338

THE COMPANIES ACT 1985 AND 1989

COMPANY LIMITED BY SHARES

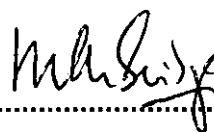
RESOLUTIONS IN WRITING

OF

BHR MEXICO LIMITED

On 25 September 2002 the following resolutions in writing (resolutions 1 and 2 to have effect as ordinary resolutions and resolution 3 to have effect as a special resolution) were duly passed by the sole member of the Company entitled to attend and vote at a general meeting of the Company pursuant to regulation 53 of Table A of the Companies Act 1985 that applies to the articles of association of the Company:

1. THAT the authorised share capital be and is hereby increased from £100,000 to £150,000,000 by the creation of 149,900,000 additional ordinary shares of £1 each, ranking in all respects pari passu with the existing 100,000 ordinary shares of £1 each
2. THAT the directors be and are hereby unconditionally authorised for the purposes of Section 80 of the Companies Act 1985, to allot shares up to the amount of the authorised capital of the Company (£150,000,000) at any time or times during the period of five years from the date of this resolution.
3. THAT the directors shall have the power to exercise the authority conferred upon them by this resolution to allot the shares up to the level of authorised share capital of 150,000,000 ordinary shares of £1 each as if Section 89(1) of the Companies Act 1985 and that such allotments shall be made within five years from the date of this resolution.



Director

