

THE COMPANIES ACT 1985

COMPANY LIMITED BY SHARES

GS FOURTEEN LIMITED

Registered Number: 3423192

Certified copy of a resolution of the sole director equivalent to a Special resolution, pursuant to Article 47 of the Articles of Association of the Company passed on 29 August 1997.

**EXEMPTION FROM THE OBLIGATION TO APPOINT AUDITORS**

THAT, the Company, having been dormant since its formation resolves to make itself exempt from the obligation to appoint auditors as otherwise required by Companies Act 1985, section 384.



R Walker  
Secretary

Date 1 August 1997

