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COMPANIES FORM No. 123

Notice of increase in nominal capital

123

CHFP025

Please do not
write in
this margin

Pursuant to section 123 of the Companies Act 1985

Please complete
legibly, preferably
in black type, or
bold block lettering

To the Registrar of Companies
(Address overleaf)

For official use

Company number



03433256

Name of company

* FFE HOLDINGS LIMITED

*insert full name
of company

gives notice in accordance with section 123 of the above Act that by resolution of the company
dated 31 OCTOBER 2000 the nominal capital of the company has been

increased by £ 559,723 beyond the registered capital of £ 147,388.

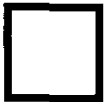
† the copy must be
printed or in some
other form approved
by the registrar

A copy of the resolution authorising the increase is attached. †

The conditions (eg. voting rights, dividend rights, winding-up rights etc.) subject to which the new
shares have been or are to be issued are as follows :

- not be entitled to any dividend;
- not be entitled to participate in the distribution of the surplus assets of
the Company on a return of capital on liquidation or otherwise;
- no voting rights;
- no right to receive notice of or attend general meetings of the Company.

Please tick here if
continued overleaf



† Insert
Director,
Secretary,
Administrator,
Administrative
Receiver or
Receiver
(Scotland) as
appropriate

Signed

Designation † DIRECTOR

Date 23 January 2001

Presentor's name address and
reference (if any) :

CMS Cameron McKenna
Mitre House
160 Aldersgate Street
London
EC1A 4DD

Ref: 51840396.01

For official Use
General Section

Post room



A33
COMPANIES HOUSE

0187
27/01/01

Notes

The address for companies registered in England and Wales or Wales is:-

The Registrar of Companies
Companies House
Crown Way
Cardiff
CF14 3UZ

or, for companies registered in Scotland:-

The Registrar of Companies
Companies House
37 Castle Terrace
Edinburgh
EH1 2EB