

**SPECIAL RESOLUTIONS**

of

**HULL FISH AUCTION LIMITED**

("the Company")

At an **EXTRAORDINARY GENERAL MEETING** of the above named Company, duly convened and held at Essex House Manor Street Hull on the 8<sup>th</sup> day of December 2000 commencing at 10.30 am the following Resolutions were duly passed as Special Resolutions:-

**RESOLUTION NO. 1**

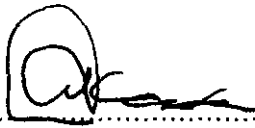
**THAT** the authorised share capital of the Company be increased and altered from £1,000 divided into 1,000 shares of £1.00 each to £100,000 divided into 100,000 Ordinary Shares of £1.00 each such Ordinary Shares having the rights set out in the Articles of Association of the Company.

**RESOLUTION NO. 2**

**THAT** the directors are unconditionally authorised for the purposes of Section 80 of the Companies Act 1985 to allot and dispose of or grant options over the Company's shares to such persons, on such terms and in such manner as they think fit, up to the total issued share capital of the Company of £100,000 divided into 100,000 Ordinary Shares of £1.00 each at any time during the period of five years from the date hereof.

**RESOLUTION NO. 3**

**THAT** by virtue of section 95 of the Companies Act 1985 section 89(1) shall not apply to the allotment of shares pursuant to the authority conferred by the preceding resolution.

  
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Chairman