

Company No. 3468246

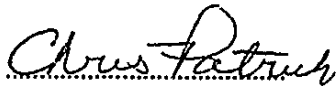
LIONSGATE (H) INVESTMENT LIMITED (the "Company")

**WRITTEN RESOLUTION OF ALL THE MEMBERS
PURSUANT TO S.381A OF THE COMPANIES ACT 1985**

ELECTIVE RESOLUTIONS

IT WAS RESOLVED

1. That pursuant to Section 386 of the Companies Act 1985 the Company hereby elects to dispense with the obligation to appoint Auditors annually.
2. That pursuant to Section 366A of the Companies Act 1985 the Company hereby elects to dispense with the holding of Annual General Meetings in 1998 and subsequent years until this election is revoked.
3. That in accordance with Section 252 of the Companies Act 1985 the Company shall dispense with the laying of accounts and reports before the Company in General Meeting.



Christopher Patrick
Shareholder



Lionsgate (H) Limited
Shareholder

LECO2 59118.1

