

Company Number: 3536032

**THE COMPANIES ACT 1985**  
**(as amended by the Companies Act 1989)**

**COMPANY LIMITED BY SHARES**

**WRITTEN RESOLUTION**

**OF**

**CB RICHARD ELLIS LIMITED**

**(the "Company")**



We, the undersigned being the sole member of the Company entitled to attend and vote at general meetings of the Company, hereby resolve and agree that the following Resolution (which would otherwise be required to be passed as an Special Resolution) is hereby passed as a written resolution pursuant to Section 381A Companies Act 1985.

**WRITTEN RESOLUTION**

That article 17 of the articles of the association of the Company (specifying (inter alia) that written notice of a meeting of directors, together with an agenda for the meeting must be sent to each director of the Company, so as to arrive in the normal course 48 hours before the meeting takes place) shall not apply to the meeting to be convened by the directors of the Company on 16 December 2003 (to consider and if thought fit to approve (inter alia) the acquisition by the Company of the whole of the issued share capital of CB Richard Ellis Europe Limited) and that such meeting shall be regarded as duly convened if notice of that meeting is given in accordance with regulation 88 of Table A (as defined in the Company's articles of association).


Signed:

  
for and on behalf of **CB RICHARD ELLIS COMMERCIAL LIMITED**

Print Name: M LUBIENIECKI

Date of Signature: 15 DECEMBER 2003

CERTIFIED TO BE A TRUE COPY  
OF THE ORIGINAL

  
17/12/03

A. NANTIS, COMPANY SECRETARY  
CB RICHARD ELLIS LTD