

THE COMPANIES ACT 1985 - 1989

COMPANY LIMITED BY SHARES

RESOLUTION

of

Motortype Limited ("the Company")

(Registered in England no. 3640742)

(Passed the 29th day of June 1999)

At an Extraordinary General Meeting of the Company duly convened and held at the offices of Mincoffs Solicitors, Kensington House, 5 Osborne Road, Jesmond, Newcastle upon Tyne on the 29th day of June 1999 at 9.45 a.m./p.m. the following resolution was duly passed as resolutions of the Company of which resolution 1 was passed as a special resolution and resolution 2 and 3 as ordinary resolutions).

Increase in authorised share capital

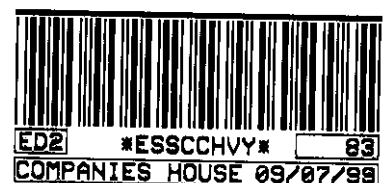
1. That the authorised share capital of the Company be increased from £100 to £300 by the creation of an additional 200 ordinary shares of £1.00 each such shares to rank parri passu in all respects with the existing ordinary shares in the capital of the Company.

Authority to Allot

2. That the Directors be authorised for the purposes of Section 80 of the Companies Act 1985 to allot up to 300 ordinary shares in the capital of the Company such authority to expire one year after the date of the passing of this resolution.

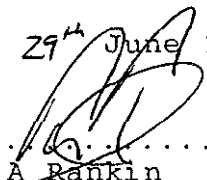
Approval of a substantial property transaction involving persons connected with the Directors of the Company

3. That the proposed share acquisition to take place between the Company and Metnor Industrial Holdings Limited (of which A Rankin is a director) pursuant to which the Company will acquire the entire issued share capital of Ultimate Leisure and Ultimate Leisure (Coast) Limited in exchange



for the allotment of 299 Ordinary Shares in the Company to S Rankin, J R Rankin and the trustess of the A Rankin Protective Settlement (a trust in which A Rankin is interested) in the proportions and otherwise on the terms contained within the share purchase agreement produced to the meeting marked "A", be and is hereby approved for the purposes of Section 320 of the Companies Act 1985.

Dated: 29th June 1999

SIGNED 
A Rankin
Chairman