

**Company No 3747087**

**THE COMPANIES ACTS 1985 AND 1989**  
**PRIVATE COMPANY LIMITED BY SHARES**  
**WRITTEN RESOLUTION**

of

**ISS Finance and Investment (BA) Ltd**

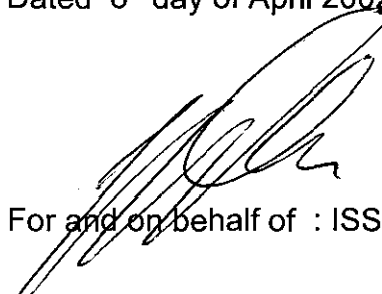
*Bishop Auckland*

We, being the members of the above company, who at the date of this resolution were entitled to attend and vote at General Meetings, hereby unanimously pass the following resolution as an Elective Resolution and agree that the said resolution shall for all purposes be as valid and effective as if the same had been passed at a General Meeting of the company duly convened and held.

It is resolved that:

**That the company elects in accordance with the Companies Act 1985 Section 379A to dispense with the requirement to hold an annual general meeting of the company.**

Dated 8<sup>th</sup> day of April 2002



For and on behalf of : ISS UK Limited

