

Company No. 3770562

**THE COMPANIES ACTS 1985 and 1989**

**COMPANY LIMITED BY SHARES**

**WRITTEN RESOLUTIONS**

**OF**

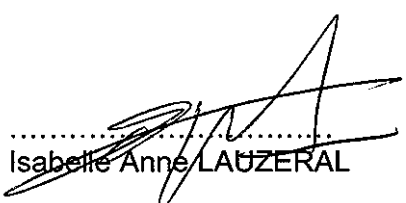
**FIELDMORE LIMITED**

("the Company")

I the undersigned, being the holder of not less than 90% in aggregate of the issued shares in the Company HEREBY RESOLVE in accordance with Clause 6.8 of the Articles of Association of the Company that the following Resolutions be passed pursuant to Sections 379A, 252, 366A and 386 of the Companies Act 1985 (as amended) as ELECTIVE RESOLUTIONS:

1. To dispense with the laying of accounts and reports before the Company in general meeting in respect of the year ending 31<sup>st</sup> December 1999 and subsequent financial years.
2. To dispense with the holding of the annual general meeting for the year ending 31<sup>st</sup> December 1999 and subsequent financial years.
3. To dispense with the obligation to appoint auditors annually.

Dated: *20th June* 1999

  
.....  
Isabelle Anne LAUZERAL

