

Company No: 3818330

THE COMPANIES ACTS 1985 to 1989
PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTIONS

- of -

ANNINGTON DEVELOPMENTS LTD

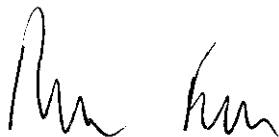
Passed pursuant to section 381A of the Companies Act 1985

Dated this 29th day of JULY 1999

We, the undersigned, being the only member of the company who, at the date of this resolution would be entitled to attend and vote at general meetings of the company HEREBY PASS the following resolutions as elective resolutions and agree that the said resolutions shall, for all purposes be as valid and effective as if the same had been passed by us all at a general meeting of the company duly convened and held:

ELECTIVE RESOLUTIONS

1. THAT in accordance with sections 252 and 379A of the Companies Act 1985 (as amended) the company elects to dispense with the laying of accounts and reports before the company in general meeting in respect of the current financial year and in respect of subsequent financial years until this resolution is revoked or otherwise ceases to have effect.
2. THAT in accordance with sections 366A and 379A of the Companies Act 1985 (as amended) the company elects to dispense with the holding of annual general meetings in 1999 and subsequent years until this resolution is revoked or otherwise ceases to have effect.
3. THAT in accordance with sections 386 and 379A of the Companies Act 1985 (as amended) the company hereby elects to dispense with the obligation to appoint auditors annually until this resolution is revoked or otherwise ceases to have effect.



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for and on behalf of Huntsmoor Nominees Limited

