

Company Number 3864820

The Companies Acts 1985 to 1989

Private Company Limited by Shares

WRITTEN RESOLUTION OF OLD ENGLISH INNS TRUSTEE COMPANY LIMITED

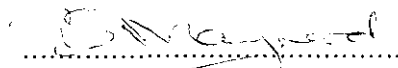
I, the undermentioned, being the representative of the sole member of the above company, who at the date of this resolution would be entitled to attend and vote at general meetings of the company, HEREBY PASS the following resolutions and agree that the said resolutions shall for all purposes be as valid and effective as if the same had been passed at a general meeting of the company duly convened and held.

ORDINARY RESOLUTION

"That Messrs. BDO Stoy Hayward be appointed auditors of the company for the time being and that the directors be authorised to fix their remuneration"

ELECTIVE RESOLUTION

~~"That pursuant to s.386 of the Companies Act the company hereby elects to dispense with the obligation to appoint auditors annually"~~


T S Maynard

(Corporate Representative of Old English Inns Plc, the sole member of the Company)

3rd October 2000

