

THE COMPANIES ACT 1985
COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION
OF
EDEN TRADING LIMITED

(COMPANY NUMBER 3898618)

Pursuant to Section 381A of the Companies Act 1985

Passed on [9th March] 2000

WE, the undersigned members of the above named Company being all the members who at the date hereof would be entitled to attend and vote at a general meeting of the Company hereby resolve as follows such resolution to take effect as a Special Resolution :

SPECIAL RESOLUTION

"THAT the Articles of Association of the company be altered pursuant to Section 9 of the Companies Act 1985 by amending Article 7 as follows:

- 7(a) *The directors may, in their absolute discretion and without assigning any reason therefor, decline to register any transfer of any share, whether or not it is a full paid share.*
- 7(b) *Notwithstanding Article 7(a) above or any other provision in the Articles, the directors of the Company will, subject to stamping, register any transfer of the Shares as may be reasonably requested by National Westminster Bank plc ("the Bank" which term shall include its nominees) acting as Security Trustee in accordance with the terms of any agreement or deed entered into by amongst others the Bank, as Security Trustee, and the Company.*
- 7(c). *Upon request by the Bank, the directors of the Company will procure a waiver (by resolution of the Company) of the lien of the Company over its own shares, whether or not fully paid.*

R. C. Campbell
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J. W. R. R. R.

9th March 2000
Date

