

Company No: 3946069

THE COMPANIES ACT 1985
A COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

SKIPKARL LIMITED ("the Company")

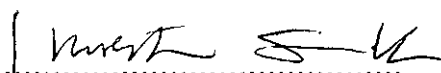
Pursuant to Section 381A of the Companies Act 1985 ("the Act")

Passed on 13 September 2001

We, the undersigned, being the sole member of the Company who at the date hereof would be entitled to attend and vote at a general meeting of the Company, HEREBY RESOLVE AS FOLLOWS:

THAT the authorised share capital of the Company be increased to £2,000,000 by the creation of 1,999,900 Ordinary shares of £1 each, and
THAT:

- (A) for the purposes of section 80 of the Companies Act 1985, the Directors be and are hereby generally and unconditionally authorised to exercise all powers of the Company to allot relevant securities (as defined in the said section) up to an aggregate nominal amount of £1,999,998 such authority to expire five years from the date of this resolution but to be capable of previous revocation or variation from time to time by the Company in General Meeting and of renewal from time to time by the Company in General Meeting or by Written Resolution for a further period not exceeding five years; and
- (B) the Company may make any offer or agreement before the expiry of this authority that would or might require relevant securities to be allotted after this authority has expired and the Directors may allot relevant securities in pursuance of any such offer or agreement as if this authority had not expired.


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for Emsbury Avenue Estates Limited

Dated 13-9-2001

