

**SHINE TRUST**

Registered number : 4053509

**THE COMPANIES ACT 1985**

I, the undersigned, being the sole member of the Company and for the time being entitled to receive notice of and to attend and vote at general meetings of the Company, passed by writing the following resolutions as elective resolutions pursuant to the articles of association, section 381(A)(6) of the above Act and to all other powers in that behalf and agree that such resolutions shall be for all purposes as valid and effective as if the same had been passed at a general meeting of the Company duly convened and held.

**ELECTIVE RESOLUTIONS**

**ANNUAL GENERAL MEETINGS**

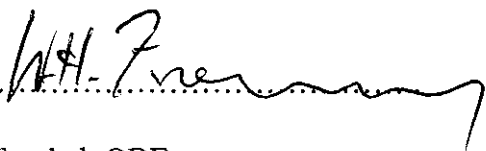
1. THAT for the year in which this resolution is made and subsequent years the Company shall dispense with the holding of annual general meetings.

**APPOINTMENT OF AUDITORS**

2. THAT the Company shall dispense with the annual obligation to appoint auditors.

**LAYING OF ACCOUNTS**

3. THAT for the year in which this resolution is made and subsequent years the Company shall dispense with the laying of accounts and reports before the Company in general meeting.

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W H Frankel, OBE

Dated 16 August 2000

