

THE COMPANIES ACTS 1985 TO 1989
PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTIONS OF
MISTLEMORE PROPERTIES LIMITED

Dated this twelfth day of December 2002

WRITTEN RESOLUTIONS

Pursuant to Section 381A, Companies Act 1985, we, the undersigned, being all the members of the Company who, at the date of these resolutions, would be entitled to attend and vote at general meetings of the Company HEREBY PASS the following resolutions as **Elective Resolutions (in accordance with Section 379A, Companies Act 1985)** and agree that the said resolutions shall, for all purposes, be as valid and effective as if the same had been passed by us at a general meeting of the Company duly convened and held:

- pursuant to Section 252 of the Act, THAT the Company elect to dispense with the requirement to lay accounts and reports before the Company in General Meeting.
- pursuant to Section 386 of the Act, THAT the Company elect to dispense with the obligation to appoint Auditors annually.
- pursuant to Section 366A of the Act, THAT the Company elect to dispense with the holding of annual general meetings.

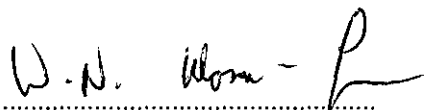
Name

Signature

GUY DAVID BENNET

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WILLIAM NICHOLAS MASON-JONES

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