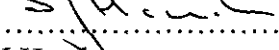


Company Number: 4123165

**The Companies Act 1985, Section 250
Special Resolution of
Merseyway Centre (No. 1) Limited**

At an Extraordinary General Meeting of the above named company, held on 30 October 2001 the following Special Resolution was duly passed:

The Company, having been dormant since its formation resolves to make itself exempt from the provisions of Part VII of the Companies Act 1985 relating to the audit of accounts and from the obligations to appoint auditors.

Signed: 
S J Haydon
Secretary

Dated: 30/10/01

