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WRITTEN RESOLUTION

of

WAINHOMES HOLDINGS LIMITED

I, William Ainscough, being the sole member of Wainhomes Holdings Limited (the "Company") entitled to attend and vote at general meetings hereby resolve, in accordance with Article 8.8 of the Articles of Association that the following Resolution be passed as Special Resolutions of the Company with effect from the date hereof:-

"That the Articles of Association of the Company be and are hereby amended by inserting at the end of Article 13.5 the words "and provided always that in the event that there shall be only one director the quorum shall be that director"."

Dated 25. April 2001



William Ainscough
Harrock Hall
Wrightington
Nr Wigan WN6 9QA

