

CARROT BANANA & PEACH CLOTHING COMPANY LIMITED

("the Company")

COPY RESOLUTION

Registered Number 04211958

THE COMPANIES ACT 1985

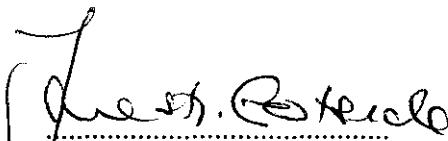
The following resolutions were passed on 9th May 2001 as an Ordinary and a Special Resolution in Writing by all the Members of the Company entitled to receive notice of and attend at General Meetings of the Company pursuant to section 381A of the Companies Act 1985 (as amended by the Deregulation (Resolutions of Private Companies) Order 1996).

ORDINARY RESOLUTION

1. THAT the authorised share capital of the Company be and is hereby increased to £50,000 by the creation of 30,000 Ordinary Shares of £1 each ranking pari passu with the existing Ordinary Shares in the Company.

SPECIAL RESOLUTION

2. THAT in accordance with Section 80 of the Companies Act 1985 the Directors be generally and unconditionally authorised to allot the new shares referred to in the Resolution numbered 1 above or any of them and any other shares for the time being in the capital of the Company unissued at the date of the passing of this resolution and to grant rights to subscribe for or convert securities into shares up to a maximum amount in any case as aforesaid equal to the nominal amount of authorised but unissued share capital of the Company at any time within five years from the date of passing this resolution to such persons in such proportions and upon such terms (except at a discount) as the Directors may decide and pursuant to Section 95 of the Companies Act 1985 as if Section 89 of the Companies Act 1985 did not apply to any such allotment.


.....
Director

