

CERTIFIED COPY

J. M.
DIRECTOR

Registered No. 4233654

THE COMPANIES ACT 1985 AND 1989

COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION OF
GROSVENOR CONTINENTAL EUROPE HOLDINGS LIMITED (the "Company")

Pursuant to section 381A of the Companies Act 1985 we the undersigned, being the sole member of the Company who at the date of this resolution is entitled to receive notice of, attend and vote at a general meeting of the Company, HEREBY RESOLVE that the authorised share capital of the Company be increased, by the creation of 100,563,170 shares of £1 each, from 100 to 100,563,270 shares of £1 each.

J. M.

for and on behalf of Grosvenor Overseas Holdings Limited

Dated: 27 February, 2002

CE013500012

