

**DOMAIN NORTH ROAD MANAGEMENT LIMITED**

**(Company No. 4313995) (the "Company")**

**WRITTEN SPECIAL RESOLUTION OF THE SOLE MEMBER OF THE COMPANY  
IN LIEU OF A GENERAL MEETING PASSED PURSUANT TO ARTICLE 53 OF  
TABLE A ON 16 May 2003**

We, being the sole member of the Company who would, at the date of this resolution, have been entitled to vote upon the resolution as if it had been proposed at a general meeting at which we were present, hereby resolve in writing:

**THAT** the Articles of Association of the Company be altered by adding the following paragraph as Article number 6A:

"6A. Notwithstanding anything contained in these Articles, the Company and the directors shall be bound to recognise a transfer of any share or shares in the Company the transfer of which is required by any person (including, without limitation, The Governor and Company of the Bank of Scotland) pursuant to such person's proper enforcement of security granted to such person over such share or shares and shall not be entitled to exercise any lien which the Company has in respect of such share or shares."

Signed: .....

For and on behalf of:

**MOORFIELD (ATLANTIC POINT) LIMITED**

