

Company No: 4365004

THE COMPANIES ACTS 1985 AND 1989

COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

of

280 BISHOPSGATE PROPERTY INVESTMENTS LIMITED

(the "Company")

We, the undersigned, being the sole member of the above Company entitled to receive notice of, attend and vote at general meetings of the Company hereby pursuant to Article 7.10 of the Articles of Association of the Company section 381A of the Companies Act 1985, pass the following resolutions and agree that they shall have effect as if passed at a general meeting of the Company duly convened and held:

1. It is resolved that clause 3(A) of the Company's Memorandum of Association be amended by inserting the following sub-clauses in substitution for the existing clause 3(A):

- "(A) (i) To carry on the business of a property investment company, and to acquire by purchase, lease, concession, grant, licence or otherwise such businesses or shares, options, rights, privileges, lands, buildings, leases, underleases and other property rights and interests in property as the Company shall deem fit and generally to hold, manage, develop, lease, sell or dispose of the same; and to vary any of the investments of the Company, construct, reconstruct, alter, improve, decorate, furnish and maintain offices, houses, flats, apartments, service suites, hotels, shops, factories, warehouses, buildings, garages, works and conveniences of all kinds, to consolidate or connect or subdivide, properties and to lease or otherwise dispose of the same, and to advance money to and enter into contracts with builders, tenants and others and generally to finance building operations of every description; and to manage any land, buildings or other property aforesaid, whether belonging to the Company or not, and to collect rents and income; and to undertake and provide management, administration and consultancy services of all kinds and to enter into, assist or participate in financial, commercial, mercantile, industrial and other transactions, undertakings and businesses of every description and to establish, carry on, develop and extend the same or sell, dispose of or otherwise turn the same to account, and to co-ordinate the policy and administration of any companies of which the Company is



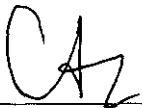
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a member or which are in any manner controlled by, or connected with the Company.

- (iii) To carry on business as a general commercial company.
- (vii) To do all things as are incidental or conducive to the carrying on of any trade or business by it."

Dated: 3 April 2002



For and on behalf of
MIKJON LIMITED