

Company Number: 4483216

**THE COMPANIES ACT 1985  
COMPANY LIMITED BY SHARES  
SPECIAL RESOLUTION OF**

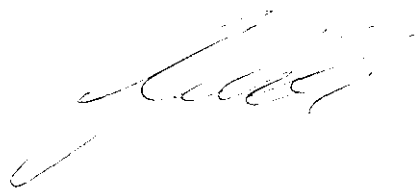
**MORTGAGE LENDING LIMITED**

Written resolution passed on 14 April 2004.

We, the undersigned member of Mortgage Lending Limited being the only member which at the date hereof would be entitled to attend and vote at a general meeting of the Company, hereby resolve as follows such resolution to take effect as a Special Resolution.

**SPECIAL RESOLUTION**

THAT Mortgage Lending Limited, having been dormant within the meaning of section 250 of the Companies Act 1985 as amended by section 14 of the Companies Act 1989, from the date of incorporation on 11 July 2002 resolves to make itself exempt from the provisions of Part VII of the Companies Act 1985 from the obligations to appoint auditors and audit its accounts.



Authorised Signatory of Kensington Group plc

