

CH/ACC

Company No. 4526040

THE COMPANIES ACTS 1985 AND 1989

PRIVATE COMPANY LIMITED BY SHARES

**RESOLUTION IN WRITING**  
of  
**FOCUS WICKES (FINANCE) LIMITED**  
(the "Company")

We, being the members of the Company who at the date of this resolution are entitled to attend and vote at a general meeting of the Company, RESOLVE, in accordance with section 381A of the Companies Act 1985 (the "Act") to pass the following as a written resolution:

THAT:

- (a) the name of the Company be changed to Focus DIY (Finance) PLC;
- (b) pursuant to section 43(1)(a) of the Act, the Company be re-registered as a public company; and
- (c) pursuant to section 43(2)(a) and (b) of the Act, a new memorandum of association and new articles of association, in the form of the annexed drafts, be adopted in substitution for the Company's existing memorandum of association and articles of association, initialled by the Chairman for the purpose of identification.

SIGNATURE:

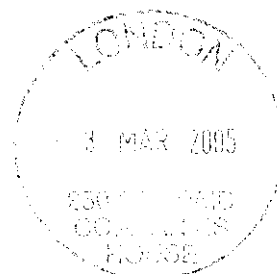
Dave Williams for and on behalf of FW No. 4 Limited

SIGNATURE:

WILLIAM ERNEST ARCHER

DATE:

2 March 2005



COMPANIES HOUSE

03/03/05