

THE COMPANIES ACT 1985

COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION OF TEES PROPERTIES LIMITED

PASSED 22 AUGUST 2003

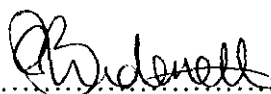
At an **EXTRAORDINARY GENERAL MEETING** of the above-named company duly convened and held at the registered office on 22 August 2003 the subjoined Resolution was duly passed as a **SPECIAL RESOLUTION**, viz

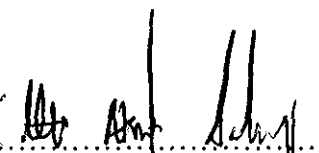
THAT the authorised share capital of £1,000 divided into 1,000 ordinary shares of £1 each be re-designated as to 500 "A" ordinary shares and 500 "B" ordinary shares, the shares held by Mr Sadiq at the date of this Resolution being designated "A" shares and the shares held by Mr Brudenell at the date of this Resolution being designated "B" shares. In all respects the rights pertaining to the shares remain as stated in the Memorandum and Articles of Association and subject to the Companies Act 1985 and continue to rank pari passu in all respects.

XCB 
.....
Chairman

COMPANY NUMBER: 4871918

CONSENT OF SHAREHOLDERS:

X 
.....
Mr Guy Brudenell

X 
.....
Mr Ali Sadiq

