

THE COMPANIES ACT 1985

LLOYD & WHYTE (SOUTH WEST) LIMITED

Registered number: 05076451 (the Company)

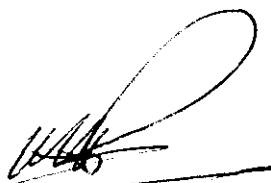
## WRITTEN RESOLUTION

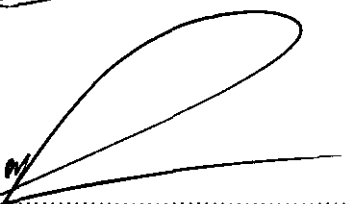
We the undersigned being the sole members of the Holding Company having the right to vote at general meetings signify our assent to the passing of the resolution set out below under the provisions of the company's articles of association to the effect that such resolution shall be deemed to be as effective as if it had been passed at a general meeting of the Company duly convened and held.

### SPECIAL RESOLUTION that

the authorised share capital of the Company be increased from £1,000 divided into 1,000 ordinary shares of £1 each to £100,000 divided into 100,000 ordinary shares of £1 each.

Signed by:

  
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M A Pyke

  
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M M Pyke

21-01-2005

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Date

