

Company Number: 05504003

THE COMPANIES ACT 1985 to 1989

WRITTEN RESOLUTION

of

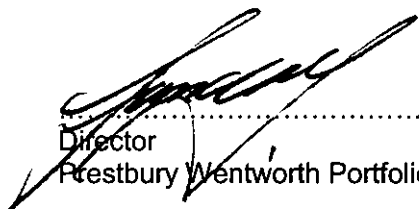
**THE SOLE MEMBER OF
PW NO 8 LIMITED (the "Company")**



**(Passed in accordance with section 381A of the
Companies Act 1985)**

We, being the sole member of the above-named company hereby resolve as follows:

1. THAT the provisions of the documents listed in the appendix to this written resolution (the "Finance Documents"), which the Company is proposing to enter into, be and are hereby approved (copies of the Finance Documents having been supplied to the members of the Company prior to the signing of this written resolution), subject to such changes as the Company's Directors, in their absolute discretion, think fit.
2. THAT the entry into and performance by the Company of the Finance Documents is hereby approved.


.....
Director
Prestbury Wentworth Portfolio Limited

29 July 2005

Appendix

- (a) Deeds of Accession made between PW London Limited, PW Scotland Limited, PW No 1 Limited, PW No 2 Limited, PW No 3 Limited, PW No 4 Limited, PW No 5 Limited, PW No 6 Limited, PW No 7 Limited and PW No 8 Limited (the "Subsidiaries"), Prestbury Wentworth Limited ("PWL") and The Governor and Company of the Bank of Scotland ("BOS") each dated on or around the date of this Written Resolution to a Security Agreement dated 25 March 2004 made between PWL (1) and BOS as agent and trustee and additional guarantors who acceded (2) as the same was amended and restated from time to time ;
- (b) Second Amendment Agreement dated on or around the date of this Written Resolution to a Loan Agreement dated 24 March 2004 made between PWL (1), the Original Lenders named therein (2) and BOS as Mandated Lead Arranger, Facility Agent and Security Agent (3) as the same was amended by a amendment agreement dated 21 June 2004.
- (c) Intra-Group loan agreements made between each Subsidiary and Prestbury Wentworth Portfolio Limited, each dated on or around the date of this Written Resolution.