



CERTIFICATE OF INCORPORATION

No. 49955

I hereby certify that

United Biscuits (Leasing) Limited

is this day incorporated under the Companies Acts 1948 to 1967 and that the Company is Limited.

Given under my hand at Edinburgh the 23 February 1972

J. B. L. L. L. L.
Registrar of Companies

No. of Company 49995/1

Form No. 41
(No registration
fee payable)

THE COMPANIES ACTS 1948 TO 1967

Declaration of compliance

Pursuant to Section 15(2) of the Companies Act 1948

Name of Company UNITED BISCUITS (LEASING) Limited*

I, ALASTAIR JAMES GORDON
of 12 Hope Street, Edinburgh.

Do solemnly and sincerely declare that I am (see note (a) below) a solicitor engaged in the
formation of
of United Biscuits (Leasing)
..... Limited*

And that all the requirements of the Companies Act, 1948, in respect of matters precedent to the registration of the said Company and incidental thereto have been complied with. And I make this solemn Declaration conscientiously believing the same to be true and by virtue of the provisions of the Statutory Declarations Act, 1835.

Declared at Edinburgh

the twenty-first day of February

one thousand nine hundred and seventy two

before me.

Charles J. New
A Commissioner for Oaths (see note (b) below)

Notary Public
12 Hope St
Edinburgh.

(a) "a Solicitor of the Supreme Court" (or in Scotland "a Solicitor")
"engaged in the formation", or "a person named in the articles of association as a
director", or "a person named in the articles of association as a secretary"

(b) or Notary Public or Justice of the Peace

* Delete "Limited" if not applicable.

Presented by: W. & J. Burness, W. S.,
12 Hope Street,
Edinburgh, EH2 4DD.

Presenter's reference: 1320184/AJG

Margin reserved for binding

COMPANY LIMITED BY SHARES

MEMORANDUM of ASSOCIATION

of

UNITED BISCUITS (LEASING)
LIMITED.

1. The name of the Company is United Biscuits (Leasing) Limited.
2. The Registered Office of the Company will be situate in Scotland.
3. The objects for which the Company is established are:-
 - (1) To act in general as a property holding company
 - (2) To acquire by purchase, lease, exchange, hire or otherwise lands and property of any tenure, or any interest in the same, in the United Kingdom or elsewhere.
 - (2) To erect and construct houses, buildings or works of every description on any land of the company, or upon any other lands or property, and to pull down, rebuild, enlarge, alter and improve existing houses, buildings or works thereon, to convert and appropriate any such land into and for roads, streets, squares, gardens and pleasure grounds and other conveniences, and generally to deal with and improve the property of the company.
 - ~~(3) To sell, lease, let, mortgage or otherwise dispose of the lands, houses, buildings, and other property of the company.~~
 - (4) To manufacture, buy and sell bricks, tiles, brick-earth, stone, marble, slates, chalk, sand and other building materials.
 - (5) To advance money to any person or persons or corporation, either at interest or without, upon the security of heritable, freehold (including enfranchised copyhold) or leasehold property by way of mortgage or charge, or upon marketable security and in particular to advance money to shareholders in the company, and others, upon the security of or for the purpose of enabling the person borrowing the same to erect, or purchase, or enlarge or repair any house or building, or to purchase the fee simple or dominium plenum or dominium utile or any less estate or interest in, or to take a demise or lease or tenancy for any term or terms of years of any heritable, freehold (including enfranchised copyhold) or leasehold property upon such terms and conditions as the company may think fit.

(6) /.....

(6) To undertake or direct the management of the property, buildings, lands and estates (of any tenure or kind) of any persons, whether members of the company or not, in the capacity of factors, agents, stewards or receivers or otherwise.

(7) To purchase and sell for any persons heritable, freehold or other house property, buildings or lands, or any share or shares, interest or interests therein, and to transact on commission or otherwise the general business of a land agent.

(8) To establish and carry on, and to promote the establishment and carrying on, upon any property in which the Company is interested, of any business which may be conveniently carried on upon or in connection with such property, and the establishment of which may seem calculated to enhance the value of the Company's interest in such property, or to facilitate the disposal thereof.

(9) To apply for, purchase or otherwise acquire any patents, brevets d'invention, licences, concessions and other like rights conferring any exclusive or non-exclusive or limited right to use, or any secret process or processes or any secret or other information as to any invention which may seem capable of being used for any of the purposes of the company; or the acquisition of which may seem calculated, directly or indirectly, to benefit the company, and to use, exercise, develop, sell, grant licences in respect of, or otherwise turn to account or profit the property, rights or information so acquired, and to expend money in experimenting upon and testing and improving or seeking to improve any patents, inventions, secret processes or rights which the company may acquire, or propose to acquire.

(10) To carry on any other business whatsoever similar to the main business of the company, as specified in the foregoing sub-clauses hereof, or which can be advantageous or conveniently carried on by the company by way of extension of or in connection with any such main business as aforesaid, or is calculated directly or indirectly to develop any branch of the business of the company or to increase the value of or render more profitable any of the assets, properties or rights of the company.

(11) To carry out the objects of the company as principals, agents, trustees or otherwise, and either alone or in conjunction with others, and likewise to do all such other things as are incidental or conducive to the attainment of the objects of the company; and in particular and without prejudice to this generality and in aid of and for the purposes of the company.

(12) To acquire and take over the whole or any part of the business, property and liabilities or any persons (including therein any partnership or corporation) carrying on any business which the company is authorised to carry on, or possessed of any property or rights suitable for the purposes of the company.

(13) /.....

(13) To take or otherwise acquire and hold shares, stocks, debentures or other securities of, or interest in, any other company having objects altogether, or in part, similar to those of the company, or carrying on any business capable of being conducted so as directly or indirectly to benefit the company.

(14) To borrow or raise money, and to secure the payment thereof by bond and standard security or by mortgage or by the issue of debentures or debenture stock, perpetual or otherwise, or in any other way, and to burden or pledge all or any of the properties or assets of the company, including its uncalled capital.

(15) To draw, make, accept, indorse, discount, execute and issue promissory notes, bills of exchange, bills of lading, warrants, debentures and other negotiable or transferable documents.

(16) To grant pensions, allowances, gratuities and bonuses to employees or ex-employees of the company, or the dependants of such persons, and to support or subscribe to any charitable or other institutions, clubs, societies or funds.

(17) To lend money on any terms that may be thought fit and particularly to customers or other persons having dealings with the company.

(18) To invest any monies of the company not required for the purposes of its business in such investments or securities as may be thought expedient.

(19) To guarantee the payment of any monies or the performance of any contracts, liabilities, duties, obligations or engagements of any company, firm or persons, and to become liable or responsible for money, and to undertake obligations of every kind and description, upon such terms as the company may consider desirable and without prejudice to the generality thereof and whether with or without the company receiving any consideration to guarantee and/or give security (either by way of mortgage or charge on all or any part of the property and undertaking present and future, and the uncalled capital of the company or otherwise) for the performance of the obligations of any company, firm or person and the payment of the principal of and dividends, interests and premiums on any stocks, shares, debentures, debenture stock or other securities of any company.

(20) To enter into any partnership or arrangement, in the nature of a partnership, co-operation or union of interest, with any persons engaged or interested, or about to become engaged or interested, in the carrying on or conduct of any business or enterprise which the company is authorised to carry on or conduct or from which the company would or might derive any benefit, whether direct or indirect.

(21) To amalgamate with any other company or companies.

(22) To sell or dispose of the whole properties and assets of the company or any part thereof in such manner and for such consideration as the company may think fit, and in particular, for shares (fully or partly paid up) debentures, debenture stock or securities of any other company, whether promoted by the company for the purpose or not.

- (23) To distribute any of the property of the company among the members in specie.
4. The liability of the members is limited.
5. The share capital of the company is £100 divided into 100 Ordinary shares of £1 each.

WE, the several persons whose names and addresses are subscribed, are desirous of being formed into a company in pursuance of this Memorandum of Association, and we respectively agree to take the number of Shares in the Capital of the company set opposite our respective names.

NAMES, ADDRESS and DESCRIPTIONS of SUBSCRIBERS	NUMBER OF SHARES TAKEN BY EACH SUBSCRIBER.
<i>Alastair J. Gordon</i> <i>Writer to the Signet</i>	<i>One</i>
<i>D. R. S. Stewart</i> <i>Chartered Accountant</i>	<i>One</i>
<i>Both of 12 Hope Street,</i> <i>Edinburgh.</i>	

DATED the 21st day of February, 1972.

Witness to the above signatures:-

G. W. Mackenzie
12 HOPE STREET
EDINBURGH
Lawyer & Solicitor

THE COMPANIES ACTS 1948 to 1967.

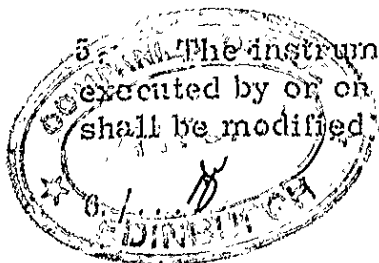
COMPANY LIMITED BY SHARES

ARTICLES OF ASSOCIATION

of

UNITED BISCUITS (LEASING)
LIMITED.

1. The following regulations and (subject as hereinafter provided) the regulations contained in Part I of Table A in the First Schedule to the Companies Act, 1948 (hereinafter called "Table A"), shall constitute the regulations of the Company.
2. Regulations 24, 75, 77, 78, 84, 87 and 89 to 97 of Table A shall not apply to the Company.
3. The Company is a Private Company and accordingly:
 - (A) The Directors may, without assigning any reason, decline to register any transfer of shares.
 - (B) The number of members of the Company (exclusive of persons who are in the employment of the Company and of persons who, having been formerly in the employment of the Company, were while in such employment and have continued after the determination of such employment to be members of the Company) is limited to fifty: Provided that where two or more persons hold one or more shares in the Company jointly they shall, for the purpose of this Article, be treated as a single member.
 - (C) Any invitation to the public to subscribe for any shares or debentures of the Company is prohibited.
4. The share capital of the Company is £100 divided into 100 Ordinary Shares of £1 each.
5. The instrument of transfer of a fully paid share need not be executed by or on behalf of the transferee and Regulation 22 of Table A shall be modified accordingly.



6. The words "two members present in person or by proxy" shall be substituted for the words "three members present in person" in regulation 53 of Table A, and the words "the meeting shall be dissolved" shall be substituted for the words "the members present shall be a quorum" in regulation 54 of Table A.
7. A resolution in writing signed by all the members for the time being entitled to vote shall be as effective for all purposes as an Ordinary Resolution duly passed at a General Meeting of the Company duly convened and held, and may consist of several documents in the like form each signed by one or more members.
8. Unless otherwise determined by the Company by Ordinary Resolution, the number of Directors shall be not less than two.
9. A Director shall not require a share qualification but nevertheless shall be entitled to attend and speak at any General Meeting of, and at any separate meeting of the holders of any class of shares in, the Company,
10. A member or members holding a majority in nominal amount of the issued Ordinary Shares for the time being in the Company shall have power from time to time and at any time to appoint any person or persons as a Director or Directors (provided that the total number of Directors shall not exceed the maximum number prescribed by or in accordance with these Articles) and to remove from office any Director howsoever appointed. Any such appointment or removal shall be effected by an instrument in writing signed by the member or members making the same, or in the case of a member being a company signed by one of its directors on its behalf, and shall take effect upon lodgment at the registered office of the Company.
11. The proviso to regulation 79 of Table A shall not apply to the Company.
12. The Directors may establish and maintain or procure the establishment and maintenance of any non-contributory or contributory pension or superannuation funds for the benefit of and give or procure the giving of donations, gratuities, pensions, allowances or emoluments to any persons who are or were at any time in the employment or service of the Company or of any company which is a subsidiary of the Company or is allied to or associated with the Company or with any such subsidiary or which was a predecessor in the business of the Company or of any such other company as aforesaid or who are or were at any time Directors or officers of the Company or of any such other company as aforesaid and the wives, widows, families and dependants of any such persons, and also establish and subsidise or subscribe to any institutions, associations, clubs or funds calculated to be for the benefit of or to advance the interests and well-being of the Company or of any such other company as aforesaid or of any such persons as aforesaid, and make payments for or towards the insurance of any such persons as aforesaid and subscribe or guarantee money for any charitable or benevolent object or for any exhibition, or for any public, general or useful object, and may do any of the matters aforesaid either alone or in conjunction with any such other company as aforesaid: Provided that the Directors shall not/.....

not be entitled without the previous sanctions of an Ordinary Resolution of the Company to exercise the powers conferred by this Article in favour of any person who is or was a Director of the Company or of any such other company as aforesaid but who does not hold or has not held any salaried employment or office in the Company or in any such other company as aforesaid or in favour of the wife, widow, family or dependants of any such person.

13. A Director may hold any other office or place of profit under the Company (except that of Auditor) in conjunction with his office of Director, and may act in a professional capacity to the Company, on such terms as to remuneration and otherwise as the Directors shall arrange.

14. A Director may be or become a director or other officer of, or otherwise interested in, any company promoted by the Company or in which the Company may be interested as a member or otherwise, and no such Director shall be accountable for any remuneration or other benefits received by him as a director or officer of or from his interest in such other company. The Directors may also exercise the voting power conferred by the shares in any other company held or owned by the Company in such manner in all respects as they think fit, including the exercise thereof in favour of any resolution appointing them or any of their number directors or officers of such other company of voting or providing for the payment of remuneration to the directors or officers of such other company.

15. No Director shall be disqualified by his office from contracting with the Company either as vendor, purchaser or otherwise, nor shall any such contract or any contract, matter or arrangement entered into by or on behalf of the Company in which any Director shall be in any way interested be avoided nor shall any Director so contracting or being so interested be liable to account to the Company for any profit realised by any such contract, matter or arrangement by reason of such Director holding that office or of the fiduciary relationship thereby established. The nature of a Director's interest must be declared by him at the meeting of the Directors at which the question of entering into the contract, matter or arrangement is first taken into consideration, or if the Director was not at the date of that meeting interested in the proposed contract, matter or arrangement at the next meeting of the Directors held after he became so interested, and in a case where the Director becomes interested in a contract, matter or arrangement after it is made or arises at the first meeting of the Directors held after he becomes so interested. A general notice to the Directors by a Director that he is a member of any specified firm or company and is to be regarded as interested in any contract, matter or arrangement which may after the date of the notice be made or arise with such firm or company shall (if such Director shall give the same at a meeting of the Directors or shall take reasonable steps to secure that the same is brought up and read at the next meeting of the Directors after it is given) be a sufficient declaration of interest in relation to such contract, matter or arrangement under this Article, and after such general notice it shall not be necessary to give any special notice relating to any particular contract, matter or arrangement with such firm or company.

16. /.....

16. A Director may as a Director vote and be counted as one of a quorum upon a motion in respect of any contract, matter or arrangement which he shall make with the Company or in which he shall be in any way interested.

17. Any resolution in writing of the Directors may consist of several documents in the like form each signed by one or more of the Directors and Regulation 106 of Table A shall be modified accordingly.

NAMES, ADDRESSES AND DESCRIPTIONS OF SUBSCRIBERS

Alastair J. Gordon. *Writer to the Signet*

D. R. G. Stewart
Chartered Accountant

both of 12 Hope Street, Edinburgh.

DATED this 21st day of February 1972.

Witness to the above signatures:-

A. Mackenzie
12 HOPE STREET
EDINBURGH
Law Assistant



Statement of nominal capital

Made pursuant to Section 112 of the Stamp Act 1891

Name of Company UNITED BISCUITS (LEASING) Limited

The nominal capital of the above company is £ 100

Signature *Alastair J. Gordon*

Description Solicitor

Date 21st February, 1972.

Margin reserved for binding

NOTES

The stamp duty on the nominal capital is 50p (10s.) for every £100 or fraction of £100 (Section 41, Finance Act 1933).

This statement is to be filed with the Memorandum of Association, or other document, when the company is registered.

Presented by: W. & J. Burness, W. S. ,
12 Hope Street,
Edinburgh, EH2 4DD.

Presentor's reference: 1320184/AJG

Stamps
LCS 303

18 THE COMPANIES ACTS 1948 to 1967

COMPANY LIMITED BY SHARES.

SPECIAL RESOLUTION

of

UNITED BISCUITS (LEASING) LIMITED

Edinburgh, 5th May 1972.

Certified a true copy,


Secretaries.

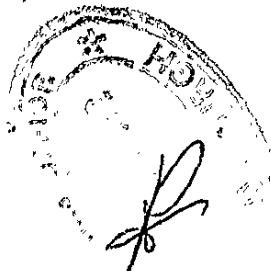
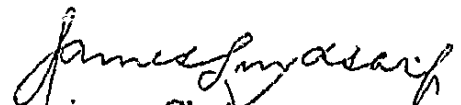
Passed on 1st May 1972.

At an EXTRAORDINARY GENERAL MEETING of the Company,
duly convened and held on 1st May 1972, the following RESOLUTION
was duly passed as a SPECIAL RESOLUTION:-

SPECIAL RESOLUTION

THAT the provisions of Clause 3 of the Company's Memorandum
of Association with respect to the objects of the Company be altered
by the deletion of paragraph 19 and the substitution of the following
new paragraph:

- "19. To guarantee support or secure, whether by personal
covenant or by mortgaging or charging all or any part of the
undertaking, property and assets (present and future) and uncalled
capital of the Company or by both such methods, the performance
of the obligations of and the repayment or payment of the principal
amounts of and premiums, interest and dividends on any securities
of any person firm or company, including (without prejudice to the
generality of the foregoing) any company which is for the time being
the Company's holding company as defined by Section 154 of the
Companies Act 1948 or another subsidiary as defined by the said
Section of the Company's holding company or otherwise associated
with the Company in business."

COMPANY LIMITED BY SHARES

MEMORANDUM of ASSOCIATION
(as altered by Special Resolution dated 1st May 1972)
of

UNITED BISCUITS (LEASING)
LIMITED.

1. The name of the Company is United Biscuits (Leasing) Limited.
2. The Registered Office of the Company will be situate in Scotland.
3. The objects for which the Company is established are:-
 - (1) To act in general as a property holding company.
 - (2) To acquire by purchase, lease, exchange, hire or otherwise lands and property of any tenure, or any interest in the same, in the United Kingdom or elsewhere.
 - (3) To erect and construct houses, buildings or works of every description on any land of the company, or upon any other lands or property, and to pull down, rebuild, enlarge, alter and improve existing houses, buildings or works thereon, to convert and appropriate any such land into and for roads, streets, squares, gardens and pleasure grounds and other conveniences, and generally to improve the property of the company.
 - (4) To manufacture, buy and sell bricks, tiles, brick-earth, stone, marble, slates, chalk, sand and other building materials.
 - (5) To advance money to any person or persons or corporation, either at interest or without, upon the security of heritable, freehold (including enfranchised copyhold) or leasehold property by way or mortgage or charge, or upon marketable security and in particular to advance money to shareholders in the company, and others, upon the security of or for the purpose of enabling the person borrowing the same to erect, or purchase, or enlarge or repair any house or building, or to purchase the fee simple or dominium plenum or dominium utile or any less estate or interest in, or to take a demise or lease or tenancy for any term or terms of years of any heritable, freehold (including enfranchised copyhold) or leasehold property upon such terms and conditions as the company may think fit.
 - (6) /

- (6) To undertake or direct the management of the property, buildings, lands and estates (of any tenure or kind) of any persons, whether members of the company or not, in the capacity of factors, agents, stewards or receivers or otherwise.
- (7) To purchase and sell for any persons heritable, freehold or other house property, buildings or lands, or any share or shares, interest or interests therein, and to transact on commission or otherwise the general business of a land agent.
- (8) To establish and carry on, and to promote the establishment and carrying on, upon any property in which the Company is interested, of any business which may be conveniently carried on upon or in connection with such property, and the establishment of which may seem calculated to enhance the value of the Company's interest in such property, or to facilitate the disposal thereof.
- (9) To apply for, purchase or otherwise acquire any patents, brevets d'invention, licences, concessions and other like rights, conferring any exclusive or non-exclusive or limited right to use, or any secret process or processes or any secret or other information as to any invention which may seem capable of being used for any of the purposes of the company; or the acquisition of which may seem calculated, directly or indirectly, to benefit the company, and to use, exercise, develop, sell, grant licences in respect of, or otherwise turn to account or profit the property, rights or information so acquired, and to expend money in experimenting upon and testing and improving or seeking to improve any patents, inventions, secret processes or rights which the company may acquire, or propose to acquire.
- (10) To carry on any other business whatsoever similar to the main business of the company, as specified in the foregoing sub-clauses hereof, or which can be advantageous or conveniently carried on by the company by way of extension of or in connection with any such main business as aforesaid, or is calculated directly or indirectly to develop any branch of the business of the company or to increase the value of or render more profitable any of the assets, properties or rights of the company.
- (11) To carry out the objects of the company as principals, agents, trustees or otherwise, and either alone or in conjunction with others, and likewise to do all such other things as are incidental or conducive to the attainment of the objects of the company; and in particular and without prejudice to this generality and in aid of and for the purposes of the company.
- (12) To acquire and take over the whole or any part of the business, property and liabilities or any persons (including therein any partnership or corporation) carrying on any business which the company is authorised to carry on, or possessed of any property or rights suitable for the purposes of the company.
- (13) /.....

- (13) To take or otherwise acquire and hold shares, stocks, debentures or other securities of, or interest in, any other company having objects altogether, or in part, similar to those of the company, or carrying on any business capable of being conducted so as directly or indirectly to benefit the company.
- (14) To borrow or raise money, and to secure the payment thereof by bond and standard security or by mortgage or by the issue of debentures or debenture stock, perpetual or otherwise, or in any other way, and to burden or pledge all or any of the properties or assets of the company, including its uncalled capital.
- (15) To draw, make, accept, indorse, discount, execute and issue promissory notes, bills of exchange, bills of lading, warrants, debentures and other negotiable or transferable documents.
- (16) To grant pensions, allowances, gratuities and bonuses to employees or ex-employees of the company, or the dependants of such persons, and to support or subscribe to any charitable or other institutions, clubs, societies or funds.
- (17) To lend money on any terms that may be thought fit and particularly to customers or other persons having dealings with the company.
- (18) To invest any monies of the company not required for the purposes of its business in such investments or securities as may be thought expedient.
- (19) To guarantee support or secure, whether by personal covenant or by mortgaging or charging all or any part of the undertaking, property and assets (present and future) and uncalled capital of the company or by both such methods, the performance of the obligations of and the repayment or payment of the principal amounts of and premiums, interest and dividends on any securities of any person firm or company, including (without prejudice to the generality of the foregoing) any company which is for the time being the company's holding company as defined by Section 154 of the Companies Act 1948 or another subsidiary as defined by the said Section of the company's holding company or otherwise associated with the company in business.
- (20) To enter into any partnership or arrangement, in the nature of a partnership, co-operation or union of interest, with any persons engaged or interested, or about to become engaged or interested, in the carrying on or conduct of any business or enterprise which the company is authorised to carry on or conduct or from which the company would or might derive any benefit, whether direct or indirect.
- (21) To amalgamate with any other company or companies,
- (22) To sell or dispose of the whole properties and assets of the company or any part thereof in such manner and for such consideration as the company may think fit, and in particular, for shares (fully or partly paid up) debentures, debenture stock or securities of any other company, whether promoted by the company for the purpose or not.

(23) To distribute any of the property of the company among the members in specie.

4. The liability of the members is limited.

5. The share capital of the company is £100 divided into 100 Ordinary shares of £1 each.

We, the several persons whose names and addresses are subscribed, are desirous of being formed into a company in pursuance of this Memorandum of Association, and we respectively agree to take the number of Shares in the Capital of the company set opposite our respective names.

NAMES, ADDRESS and DESCRIPTIONS of SUBSCRIBERS	NUMBER OF SHARES TAKEN BY EACH SUBSCRIBER.
Alastair J. Gordon, Writerto the Signet	One
D. R. J. Stewart, Chartered Accountant,	One
both of 12 Hope Street, Edinburgh.	

DATED the 21st day of February, 1972.

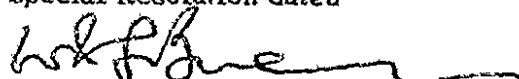
Witness to the above signatures:-

A. Mackenzie,
12 Hope Street,
Edinburgh.

Law Assistant.

Edinburgh, 5th May 1972.

Certified that this and the three preceding pages are a true copy of the Memorandum of Association of United Biscuits (Leasing) Limited as altered by Special Resolution dated 1st May 1972.


Secretaries.

Company Number : SC 49995

The Companies Act 1985

.....

COMPANY LIMITED BY SHARES

.....

ELECTIVE RESOLUTIONS

(Pursuant to S.252, S.386A and 366A of the Companies Act 1985)

OF

UNITED BISCUITS (LEASING) LIMITED

Passed November 17 1992

At the Annual General Meeting of the Company, duly convened, and held at United Biscuits Group Headquarters, Church Road, West Drayton, Middlesex on November 17 1992 the resolutions set out below were duly passed as elective resolutions :

RESOLUTIONS

That, pursuant to section 252 Companies Act 1985, the company dispense with the obligation to lay accounts before the members of the company at a general meeting unless otherwise requested to do so by a member or future auditors of the company.

That, pursuant to section 366A of the Companies Act 1985, the company dispense with the obligation to hold an annual general meeting unless otherwise required by a member.



D.R.J. STEWART
Secretary



COMPANY NUMBER: 49995

THE COMPANIES ACT 1985

COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION

(Pursuant to s. 380 (1) of the Companies Act 1985)

OF

UNITED BISCUITS (LEASING) LIMITED

Passed 8th August 1992

At the ANNUAL GENERAL MEETING of the above mentioned Company held at Group Headquarters, Church Road, West Drayton, Middlesex, UB7 7PR on the 8th August 1992 the Special Resolution set out below was duly passed, viz:-

That the Company having satisfied the provisions of section 250 of the Companies Act 1985 relating to dormant companies, the Company be exempt from the obligation to appoint auditors as otherwise required by section 384 of that Act.



D.R.J. STEWART
Secretary

