

Company No. SC122077

THE COMPANIES ACTS 1985 AND 1989

PRIVATE COMPANY LIMITED BY SHARES

ORDINARY AND ELECTIVE RESOLUTIONS

of

FIRST TOWER (LP) 1 LIMITED

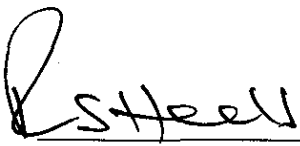
At an Extraordinary General Meeting of the above-named Company duly convened and held at Colonnade, Sunbridge Road, Bradford, West Yorkshire BD1 2LQ, on Tuesday, 2 September 2003, the following Resolutions were duly passed as Ordinary and Elective Resolutions of the Company:

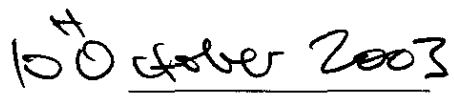
ORDINARY RESOLUTION

1. THAT PricewaterhouseCoopers LLP be appointment auditors of the Company and that their remuneration be fixed by the directors.

ELECTIVE RESOLUTION

2. TO dispense with the obligation to appoint auditors annually pursuant to Section 386 of the Companies Act 1985.


Signature


Date

