

3E EUROPE LIMITED

(Company Number SC 153917)

ELECTIVE RESOLUTIONS

We the undersigned, being the sole shareholder for the time being of 3E Europe Limited, hereby pass the following resolutions as elective resolutions in terms of s.379A of the Companies Act 1985:-

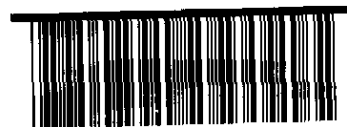
- 1 That the Company hereby elects in accordance with Section 252 of The Companies Act 1985 to dispense with the requirement to lay accounts and reports before the members of the Company in general meeting:
- 2 That the Company hereby elects in accordance with Section 366A of The Companies Act 1985 to dispense with the requirement to hold Annual General Meetings of the Company.
- 3 That the Company hereby elects in accordance with Section 386 of The Companies Act 1985 to dispense with the requirement to appoint auditors annually.

James Bailery.....

For and on behalf of 3E Development Limited

Dated the ^{15th}..... day of March 2000

JD



SCT S48WFP26 0664
COMPANIES HOUSE 24/03/00