

Company No SC 162639

THE COMPANIES ACTS 1985 AND 1989

COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

OF

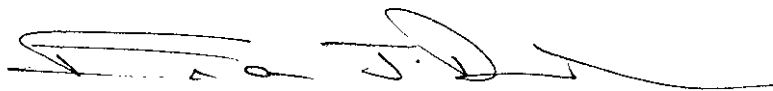
ALBA HEALTH LIMITED

We, the undersigned, being all the shareholders for the time being of the Company entitled to attend and vote at general meetings of the Company hereby pass the following resolution and agree for all purposes that the said resolution shall be as valid and effective as if passed at a general meeting of the Company duly convened and held -

SPECIAL RESOLUTION

The Company, having been dormant since its formation and no accounts having been laid before it in general meeting, resolves to make itself exempt from the provisions of PART VII of the Companies Act 1989 relating to the audit of accounts.

Dated 21 January 1997



.....
For and on behalf of
THE MILLER GROUP LIMITED



05