

Miller Investments (Whitehall) Limited

SC220379

("the Company")

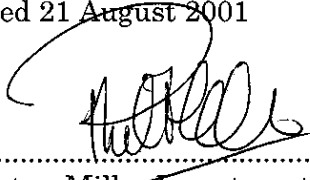
We, Miller Investments Southern Limited, 21 Golden Square, London, W1F 9JN, being the sole member of the Company, hereby pass the following resolution as a Written Resolution of the Company and that as an Elective Resolution of the Company:-

Elective Resolution

"That it is hereby elected:-

- 1 pursuant to section 252 of the Companies Act 1985 to 1989 ("the Act") that the Company dispense with the laying of accounts and reports before the Company in general meeting;
- 2 pursuant to section 366A of the Act that the Company dispense with the holding of annual general meetings, and
- 3 pursuant to section 386 of the Act, that the Company dispense with the obligation to appoint auditors annually."

Signed 21 August 2001


.....
Director, Miller Investments Southern Limited



SCT SOP8Q3MS 0003
COMPANIES HOUSE 29/08/01

COMPANIES HOUSE 24/08/01