

For info only

THE COMPANIES ACTS 1985 & 1989

WRITTEN RECORD OF RESOLUTIONS OF THE SOLE MEMBER OF

LOTHIAN FIFTY (978) LIMITED

REGISTERED NUMBER: SC245928

DATED: 18 MARCH 2004

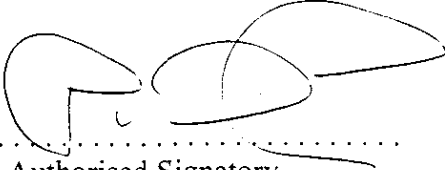
We, Burness (Directors) Limited, being the sole director of the above Company hereby noted that the following resolutions, such resolutions to have effect as either Special or Elective Resolutions as indicated were duly passed by the sole member of the above Company on the date hereof:

SPECIAL RESOLUTION

1. THAT the name of the Company be changed to **"SHANKS DUMFRIES AND GALLOWAY HOLDINGS LIMITED"**

ELECTIVE RESOLUTIONS

2. That the company hereby elects pursuant to Section 252 of the Companies Act 1985 to dispense with the laying of accounts and reports before the company in general meetings.
3. That the company hereby elects pursuant to section 366A of the Companies Act 1985 to dispense with the holding of Annual General Meetings.
4. That the company hereby elects pursuant to Section 386 of the Companies Act 1985 to dispense with the obligation to appoint auditors annually and that while this election remains in force the remuneration of the auditors be fixed by the directors.


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Authorised Signatory
for and on behalf of
Burness (Directors) Limited
Sole Director

