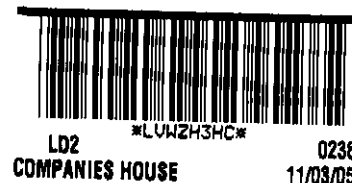


Company number

01786682

THE COMPANIES ACT 1985
COMPANY LIMITED BY SHARES
WRITTEN RESOLUTIONS
OF
WOODWARD FOODSERVICE LIMITED



UNDER ARTICLE 6 OF THE COMPANY'S ARTICLES OF ASSOCIATION

We, the undersigned, being the sole holder of all the issued share capital of the company, pass the following written resolutions:

That:

1. The authorised share capital of the company be increased to £48,008,000 by the creation of an additional 47,998,000 shares of £1 each ranking pari passu in all respects as one class of shares with the existing shares in the capital of the company.
2.
 - (a) The directors be generally and unconditionally authorised to exercise all powers of the company to allot relevant securities (as defined for the purposes of section 80 of the Companies Act 1985) up to a maximum nominal amount of £48,000,000;
 - (b) this authority shall expire on the day five years after the passing of this resolution;
 - (c) the company may, before this authority expires, make an offer or agreement which would or might require relevant securities to be allotted under this authority after it expires; and
 - (d) all previous authorities under section 80 of the Companies Act 1985 shall cease to have effect (save to the extent that the same may have been exercised by reason of any offer or agreement made prior to the date of this resolution which would or might require relevant securities to be allotted on or after that date).


BF Limited

Date 25/2/2005

Woodward/wr 3d