

Company No: 3241095

COMPANIES ACT 1985

PRIVATE COMPANY LIMITED BY SHARES

ELECTIVE RESOLUTION IN WRITING

OF

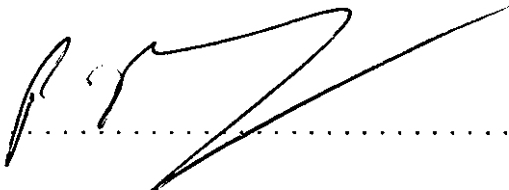
A & A TRADING (U.K.) LIMITED

We, the undersigned, being all the members for the time being of the above named company, pursuant to the provisions of Section 381A of the Companies Act 1985, hereby approve the following Resolution and agree that the said Resolution shall be as valid and effective as if the same had been passed as an Elective Resolution at a general meeting of the Company, duly convened and held:-

"THAT pursuant to, and subject to, the provisions of Sections 252 and 253 of the Companies Act 1985, the Company hereby elects to dispense with the laying of Accounts and Reports before the Company in general meeting, commencing with the Accounts and Reports for the year ending 30 September 1997."

Dated this ..... 9th ..... day of ... July ..... 1998

Signed by P E Pickering

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Signed by Mrs D F R Pickering

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