

**THE COMPANIES ACT 1985
PRIVATE COMPANY LIMITED BY SHARES**

WRITTEN RESOLUTION OF A & R ELECTRICS LTD

COMPANY NUMBER: 4941137

(pursuant to a S381A of the Companies Act 1985)

WE, THE UNDERSIGNED, BEING ALL THE MEMBERS OF THE ABOVE NAMED COMPANY ENTITLED AT THE DATE HEREOF TO ATTEND AND VOTE AT A GENERAL MEETING OF THE COMPANY, HEREBY RESOLVE AS FOLLOWS SUCH RESOLUTIONS TO TAKE EFFECT AS ELECTIVE RESOLUTIONS.

ELECTIVE RESOLUTIONS

THAT IN ACCORDANCE WITH THE PROVISIONS OF SECTION 252 OF THE COMPANIES ACT 1985 THE COMPANY DOES HEREBY DISPENSE WITH THE LAYING OF ACCOUNTS AND REPORTS BEFORE THE COMPANY IN GENERAL MEETING IN RESPECT OF THE YEAR ENDED 31ST OCTOBER, 2004 AND SUBSEQUENT FINANCIAL YEARS.

THAT IN ACCORDANCE WITH THE PROVISIONS OF SECTION 366A OF THE COMPANIES ACT 1985 THE COMPANY DOES HEREBY DISPENSE WITH THE HOLDING OF THE ANNUAL GENERAL MEETING FOR 2004 AND SUBSEQUENT YEARS.

THAT IN ACCORDANCE WITH THE PROVISIONS OF SECTION 386 OF THE COMPANIES ACT 1985 THE COMPANY DOES HEREBY DISPENSE WITH THE OBLIGATION TO APPOINT AUDITORS ANNUALLY.

SIGNED 
RAYMOND BELCHER

DATED 4/2/04

