

THE COMPANIES ACT 1985

COMPANY NUMBER 68875

-SPECIAL RESOLUTION-

OF

A & E BROWN (PLUMBERS MERCHANTS) LIMITED

At an Extraordinary General Meeting of the members of the said Company convened and held at 1320 Springburn Road, Glasgow, G21 1UT on the 9 day of Dec 2004, the following Special Resolution was duly passed:

THAT THE TERMS OF THE FOLLOWING PROPOSED CONTRACT BY THE COMPANY BE AUTHORISED AND APPROVED, NAMELY:

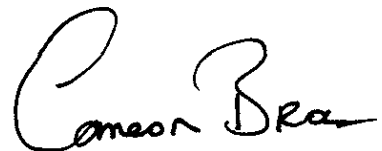
AGREEMENT

between

A & E BROWN (PLUMBERS MERCHANTS) LIMITED

A Company incorporated under THE COMPANIES ACT 1948 – 1989 and having its registered office at 1320 Springburn Road, Glasgow, G21 1UT with registered number 68876 ("The Company") and ("The Seller") HUGH BROWN.

It is AGREED between the Company and the Seller that, in consideration of the price of £10,000, the Seller HEREBY sells, and the Company HEREBY purchases 1,250 ordinary shares all of £1.00 each fully paid, in the capital of the Company belonging to the Seller.



**C.A. Brown
Chairman**

