THE COMPANIES ACT 1985 COMPANY LIMITED BY SHARES

COMPANY NUMBER 21794

JEYES HOLDINGS LIMITED

SPECIAL RESOLUTION

(Pursuant to Section 250 of the Companies Act 1985)

Passed on 25 April, 1997

At the Annual General Meeting of the above named Company, duly convened, and held at Brunel Way, Thetford on 25 April, 1997, the subjoined SPECIAL RESOLUTION was duly passed:

RESOLUTION

THAT in accordance with the provisions of Section 250(1)(b) of the Companies Act 1985, the company being a dormant company within the meaning of the said section, Section 388A(1) of the Companies Act 1985 shall apply and accordingly no auditors shall be appointed.

D.J. Callear

A07 *APSBGW5J* 526
COMPANIES HOUSE 31/05/97