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IN THE HIGH COURT OF JUSTICE
CHANCERY DIVISION
COMPANIES COURT

No. 6259 of 2002

IN THE MATTER OF GUEST & CHRIMES LIMITED
AND IN THE MATTER OF THE COMPANIES ACT 1985
Before Mr. Registrar Baister

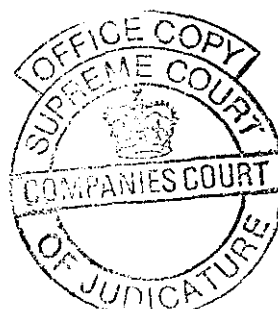
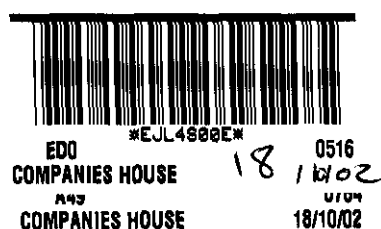
UPON THE PETITION of the above mentioned Guest & Chrimes Limited whose registered office is situate at Lows Lane, Stanton-by-Dale, Ilkeston, Derbyshire, DE7 4QU presented to the Court on 24th September 2002

AND UPON HEARING Counsel for the Petitioner

AND UPON READING the documents recorded in the Court file as having been read

IT IS ORDERED:

1. That reduction of the capital of the Company from £761,000 to £1 resolved on and effected by written special resolution of the Company dated 18th September 2002 be and the same is hereby confirmed in accordance with the provisions of the above mentioned Act **AND THE COURT APPROVES** the Minute set forth in the schedule hereto
2. This Order be produced to the Registrar of Companies and that an office copy hereof be delivered to him together with a copy of the Minute



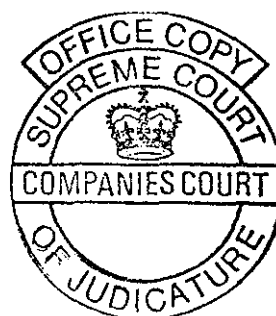
3. Notice of the registration by the Registrar of Companies of this Order and of the Minute be published once in The Times newspaper within 21 days after such registration

Dated this sixteenth day of October 2002

SCHEDULE

Minute approved by the Court

By virtue of a Special Resolution passed on 18th September 2002 and with the sanction of an Order of the High Court of Justice dated 16th October 2002 the share capital of Guest & Chrimes Limited was reduced from £761,000 divided into 761,000 ordinary shares of £1 each to £1 consisting of one ordinary share of £1 each. At the date of registration of this Minute the said share has been issued fully paid up.



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ORDER

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Ref: PSOU01/JNEW02/MAH