

Company No. 0533033

THE COMPANIES ACTS 1985 AND 1989

PRIVATE COMPANY LIMITED BY SHARES

RESOLUTIONS IN WRITING

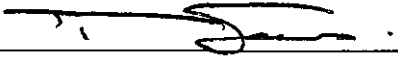
of

HOMEBASE LIMITED

Beddington House (No. 2) Limited, being the sole member of the Company who at the date of these resolutions is entitled to attend and vote at a general meeting of the Company, RESOLVE, in accordance with section 381A of the Companies Act 1985, to pass the following as written resolutions:

1. THAT the Company's memorandum of association be altered by the adoption of a new clause 3 in the form of the annexed draft, initialled by the chairman for the purpose of identification, in substitution for existing clause 3.
2. THAT new articles of association in the form of the annexed draft, initialled by the chairman for the purpose of identification, be adopted in substitution for the Company's existing articles of association.

SIGNATURE:

  
for and on behalf of Beddington House (No. 2) Limited

DATE:

18th March 2001.

