



**Terrapin Building Hire
& Leasing Ltd**

Bond Avenue, Bletchley,
Milton Keynes MK1 1JJ, England
Tel: Milton Keynes (0908) 270900
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Company Number: 687831

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TERRAPIN BUILDING HIRE AND LEASING LIMITED

Companies Act 1948 - 1985

Private Company limited by shares

Special Resolution of TERRAPIN BUILDING HIRE AND LEASING LIMITED

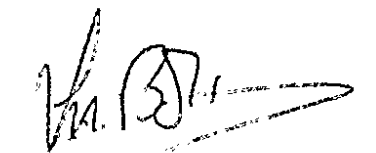
Passed on 17th September 1993


At an EXTRAORDINARY GENERAL MEETING OF THE MEMBERS OF THE Company held at Bond Avenue, Bletchley, Milton Keynes at 10.10 a.m. and attended by all of the members of the Company being entitled to receive notice of and attend and vote at general meetings of the Company the following RESOLUTION WAS PASSED:

RESOLVED as a SPECIAL RESOLUTION

- 1 That the power given by Articles 3 and 4 in the Articles of Association of the Company be confirmed but the pre-emption right in respect of allotment to existing members be disapplied and in accordance with S95 of the Companies Act 1985, S89(1) of that Act shall not apply to the allotment of equity securities pursuant to the general authority given for the purpose of S.80 of that Act and the directors may allot grant options over or otherwise dispose of such shares to such persons on such terms and in such manner as they see fit for as long as this resolution shall have effect

SIGNED


J.A. Bolt


For and on behalf of
Terrapin International Limited

