

Number of company: 765587

THE COMPANIES ACT 1985

EXTRAORDINARY RESOLUTION OF

**STERLING-CHAPELTOWN LIMITED
(IN MEMBERS' VOLUNTARY LIQUIDATION)**

Passed 25 November 1996

At an extraordinary general meeting of Sterling-Chapeltown Limited held at Four New Horizons Court, Brentford, Middlesex, TW8 9EP on 25 November 1996 the following extraordinary resolutions were passed:

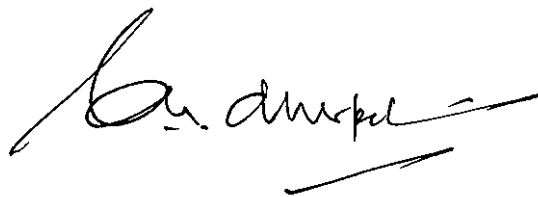
'That the liquidator shall have the powers set out in part 1 of schedule 4 of The Insolvency Act 1986'.

'That the liquidator is authorised to distribute surplus assets in specie to the shareholders'.



Alison Horler
Chairman of the meeting

Witnessed by:



CN Dhupelia
Chartered Accountant
No1 London Bridge
London SE1 9QL

