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THE COMPANIES ACT 1985

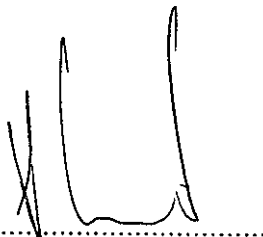
FRENCH CONNECTION OVERSEAS LIMITED

REGISTERED NO: 1364202

At the Annual General Meeting of the above named Company duly convened and held at 75/83 Fairfield Road, Bow, London E3 2QR on 30th May 1996 the following Special Resolution was duly passed, viz:

SPECIAL RESOLUTION

That the Company being dormant shall be exempt from the obligation to appoint auditors.



CHAIRMAN

