DORMANT COMPANY REGISTRATION

COMPANY NO: 1423295

THE COMPANIES ACT 1985 SECTION 252

SPECIAL RESOLUTION OF

ICG INTERNATIONAL CONSTRUCTION GROUP LIMITED

At a meeting of the Board of Directors of the above named Company held on 12th September, 2002 the following special resolution was duly passed:

"The Accounts for the Company for the financial year ended 31st December 2001 having been laid before the Company at the meeting and the Company having qualified as small in that year and having been dormant since the end of it resolved make itself exempt from the obligation to appoint auditors as otherwise required by Section 384 of the Companies Act 1985".

Signed

Director

Signed:

Company Secretary

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COMPANIES HOUSE 19/09/02