

Private and Confidential

Company Number: 1505036

THE COMPANIES ACTS 1985 AND 1989

T.J. MORRIS LIMITED

SPECIAL RESOLUTIONS

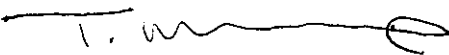
We the undersigned being all the holders of the issued shares in T.J. Morris Limited ("the Company") who have the right to vote at general meetings of the Company, or the duly authorised representatives of such holders, agree to the following special resolution of the Company, a copy of which has been sent to the auditors of the Company in accordance with section 381B of the Companies Act 1985:


That the guarantee dated 18 April 2000 which the Company gave to National Westminster Bank plc in respect of the liabilities of Brewsters Choice Limited under a loan agreement dated 18 April 2000 as it may be amended and the director's action in resolving that the Company give the Guarantee and arranging for it to be executed are hereby ratified.

We also agree to the following separate special resolution a copy of which has also been sent to the auditors:

That any officer of the Company who has incurred any liability to the Company as a result of having authorised or signed or otherwise acted in connection with the Guarantee dated 18 April 2000 which the Company gave to National Westminster Bank plc is hereby relieved from such liability whatever the ground on which it arose.

SIGNED this 19 day of April 2000

  
Thomas Joseph Morris

  
Thomas Joseph Morris as  
Trustee of the T.J. Morris  
and L. Morris Childrens  
Settlement