

NUMBER OF COMPANY: 1791942

THE COMPANIES ACT 1985

COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION PASSED AS A WRITTEN RESOLUTION

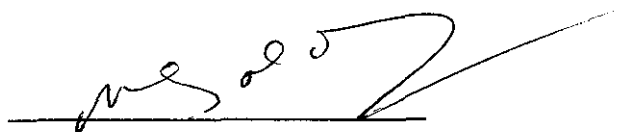
pursuant to Section 381A of the Companies Act 1985

of TAURUS LEATHER LIMITED

Passed on 2 October 2000.

The following SPECIAL RESOLUTION, passed as a WRITTEN RESOLUTION under s381A of the Companies Act 1985, has been duly passed:-

That the terms of the contract set out in the attached Memorandum be hereby approved and that the company be authorised to undertake the purchase of shares from Maurice Christopher Galdas on the terms set out in that Memorandum.



CHAIRMAN

PRESENTOR: Brown Butler & Co
Yorkshire Bank Chambers
Infirmary Street
LEEDS
LS1 2JT

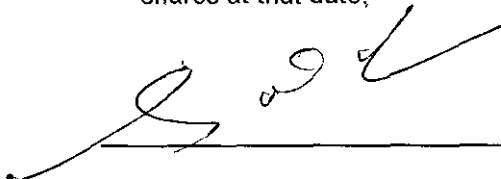


TAURUS LEATHER LIMITED

MEMORANDUM

Further to a Directors meeting held on 2 October 2000 the following contract is issued for consideration by the Members:-

1. That 892 ordinary £1.00 shares be purchased from Maurice Christopher Galdas;
2. That the above mentioned shares be purchased for £ 8,173.06
3. That the purchase of the shares will take place immediately after approval has been given by the Members authorising the purchase of the shares;
4. That the company will pay to Maurice Christopher Galdas in cash the agreed value of those shares at that date;

A handwritten signature in black ink, appearing to read 'M Galdas', is written over a horizontal line.

M GALDAS