Company No. 1867584

THE COMPANIES ACT 1985

COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

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STRIEBIG (U.K.) LIMITED ("the Company")

Passed on 27m July 1996

We, the undersigned, being all the Members for the time being of the Company entitled to receive notice of and attend and vote at General Meetings of the Company HEREBY PASS the following resolution as a Special Resolution and agree that the said resolution shall, pursuant to Section 381A of the Companies Act 1985 for all purposes be as valid and effective as if the same had been passed at a General Meeting of the Company duly convened and held.

SPECIAL RESOLUTION

That Article 10 of Table A Part I as set out in the First Schedule to the Companies Act 1948 be dis-applied from the Company's Articles of Association with immediate effect.

P.L. Cross

C.A. Cross

A19 *ANCB9NR7* 192 COMPANIES HOUSE 02/08/96