Company Number 01994078B

DIRECTORS' REPORT

The Directors hereby submit the Annual Report and Accounts of the Company for the year ended 31 MARCH 1999

The Directors of the Company during the financial year and their interest in shares of the Company were:

C. CASSIDY (From 14/9/98) P.A. (OOKE	No. of Shares No. of Shares	-
C.L. CORNICK (From 3/10/98) S.L. JOHNSON (From 17/11/98)	No. of Shares	_
R.A. MASTERS	No. of Shares No. of Shares	- (- 1 1111/ae)
A. H. MORTON	No. of Shares	20

During the above financial year, the Company has not traded and there has been no income or expenditure and therefore no change in the Company's position has arisen. Any expenses have been met by the Directors and other shareholders personally.

Signed on behalf of the Board

A.H. Morton

SECRETARY

BALANCE SHEET AT 31 MARCH 1999 **ASSETS** FREEHOLD PROPERTY

1998-9 (1997-8) ± ± 2,151 2,151

LIABILITES SHAREHOLDERS' LOAN ACCOUNTS

(2,051) (2,051)

100 100

Represented by

SHARE CAPITAL ISSUED AND FULLY PAID

Ordinary Shares of £1 each Profit (loss) brought forward

100

100 100

The Company was dormant throughout the financial year 1998-9. Signed

DIRECTOR

Date 25 Mm /999