

THE COMPANIES ACTS 1985 AND 1989

PRIVATE COMPANY LIMITED BY SHARES

ORDINARY RESOLUTION

of

HALCROW GILBERT ASSOCIATES LIMITED

Registered Number 2312495

PASSED 8 AUGUST 1997

At an Extraordinary General Meeting of the above-named Company duly convened and held at Vineyard House 44 Brook Green London W6 7BY on the eighth day of August 1997 the under-mentioned Ordinary Resolution was duly passed:

THAT Messrs Coopers & Lybrand be appointed as Auditors of the Company with effect from 27 June 1997, to fill the vacancy created by the removal of Bently Jennison on that day.



SECRETARY

14.8.97

