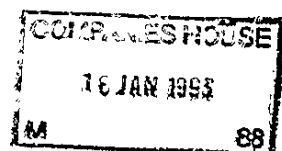


Number of Company: 2405495



THE COMPANIES ACT 1985

ELECTIVE RESOLUTIONS

OF

MANOR MANAGEMENT COMPANY LIMITED

Passed on the 22<sup>nd</sup> day of December 1992.

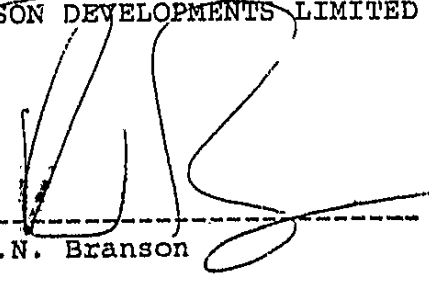
We, the undersigned, being all the Members for time being of the above-named Company entitled to receive notice and to attend and vote at general meetings hereby pass the following resolutions as Elective Resolutions and agree that the said resolutions shall pursuant to regulation 53 of Table A (which clause is included in the Company's Articles of Association) 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:

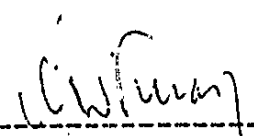
IT WAS RESOLVED THAT in accordance with Section 379A of The Companies Act 1985 ("the Act") the Company hereby elects pursuant to Section 252 of the Act, to dispense with the laying of Accounts and Reports before the Company in General meeting.

IT WAS RESOLVED THAT in accordance with Section 379A of the Companies Act 1985 ("the Act") The Company hereby elects pursuant to Section 366A of the Act, to dispense with the holding of Annual General Meetings.

IT WAS RESOLVED THAT in accordance with Section 386 of the Companies Act 1985 ("the Act") the Company hereby elects pursuant to Section 386 of the Act, to dispense with the obligation to appoint auditors annually.

  
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VANSON DEVELOPMENTS LIMITED

  
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R.C.N. Branson

  
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Vanson Developments and  
A.W.G. Viccary