

Company Number: 02582284

THE COMPANIES ACT 1985

COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION
of
HEATH FARM LIMITED
(the "Company")

We, being all of the members of the Company entitled to attend and vote at an extraordinary general meeting of the Company, **HEREBY RESOLVE** in accordance with section 381A of the Companies Act 1985 to the following resolution in writing:

(1)

THAT, pursuant to Section 320 of the Companies Act 1985, the proposed acquisition by Roslyn Jane Lloyd of certain assets owned by the Company and/or its subsidiaries (on the terms approved by the Company's Board of Directors) be and is hereby approved.

.....
ROSLYN JANE LLOYD

Dated:..... 16 March 2005

.....
ROBERT EDWARD LLOYD

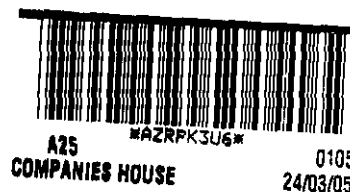
Dated:..... 16 March 2005

.....
GEORGINA REVELL

Dated:..... 16 March 2005

.....
MIRANDA RIGDEN

Dated:..... 16 March 2005



.....
VIKTORIA LLOYD-BARLOW
(Acting by her attorney)*

Dated:.....16 March..... 2005

.....
DAVID LLOYD
(Acting by his attorney)*

Dated:.....16 March..... 2005

.....
LAURA LLOYD
(Acting by her attorney)*

Dated:.....16 March..... 2005

*Delete if inappropriate

NB: A copy of this resolution was sent to the Auditors of the Company on 8th March 2005 in accordance with Section 381B of the Companies Act 1985 (as amended by the Deregulation (Resolution of Private Companies) Order 1996)