

Company Number: 2590213

THE COMPANIES ACT 1985

COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION

of

Lovell White Durrant Pension Trustees Limited

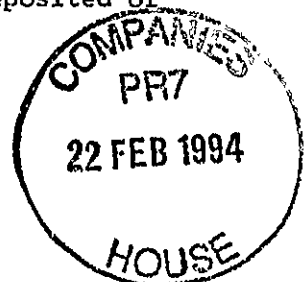
(Passed 18th February 1994)

At an Extraordinary General Meeting of the Company duly convened and held on 18th February 1994 the following Resolution was duly passed as a Special Resolution.

Resolution

THAT the Company's Articles of Association be amended by deleting Article 19 and substituting therefor new Article 19 as follows:-

- "19(1) The Directors shall have power at any time and from time to time, to appoint any person who is a Partner in the Firm of Lovell White Durrant to be a Director either to fill a casual vacancy or as an addition to the existing Directors."
- (2) Without prejudice to paragraph (1) of this Article, a member or members holding a majority in nominal value of the issued shares for the time being conferring the right to vote at general meetings of the Company shall have power from time to time and at any time to appoint any person or persons as a director or directors and to remove from office any director howsoever appointed. Any such appointment or removal shall be effected by an instrument which shall be in writing and shall (except in the case of an appointment or removal by telex or a facsimile copy of an appointment or removal otherwise complying with the requirements of this Article) be executed by the member or members making the same or by their duly authorised attorneys or in such other manner as the directors may approve, and shall take effect upon such appointment or removal being deposited or received at the



office or otherwise communicated to the Company at the office or being handed or otherwise communicated to the chairman of a meeting of the directors at which a quorum is present."

Signed M. B. Hansen
CHAIRMAN OF THE MEETING

20731/6/AJS