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LANDSEARCH (UK) LIMITED

THE COMPANIES ACT 1985, SECTION 252

SPECIAL RESOLUTION

OF

LANDSEARCH (UK) LIMITED

At a general meeting of the above named company, duly convened and held at 2 North Street, Hailsham, East Sussex on 23 June 1997 the following **SPECIAL RESOLUTION** was duly passed:

The accounts for the company for the financial year ended 31 May 1997 having been laid before the company at the meeting and the company having qualified as a small company in that year and having been dormant since the end of it, the company resolves to make itself exempt from the obligation to appoint Auditors as required by Section 384 of the Companies Act 1985.

J. Helen Dexlo

F H Dexter, Director

Dated: 18 1 July 1997

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COMPANIES HOUSE 3177