

Registered no. 2636649

THE COMPANIES ACT 1985

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COMPANY LIMITED BY SHARES

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RESOLUTION

of

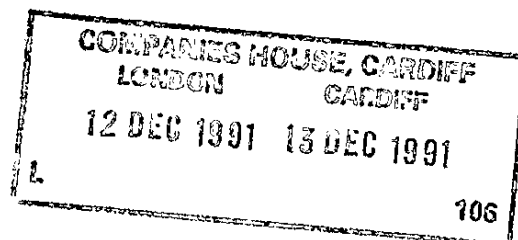
ALNERY NO. 1138 LIMITED

(passed on 4th December, 1991)

At an EXTRAORDINARY GENERAL MEETING of the company duly convened and held at 9 Cheapside, London EC2V 6AD on 4th December, 1991 the following resolution was duly passed as a special resolution of the company:

THAT:

- (1) the authorised share capital of the company be increased by £302 to £402 by the creation of an additional 302 shares of £1 each ranking pari passu in all respects as one class of shares with the existing shares in the capital of the company;
- (2) (a) the directors be generally and unconditionally authorised to exercise all powers of the company to allot relevant securities (as defined for the purposes of section 80 of the Companies Act 1985) up to a maximum nominal amount of £402;  
(b) this authority shall expire on the day five years after the passing of this resolution;  
(c) the company may, before this authority expires, make an offer or agreement which would or might require relevant securities to be allotted under this authority after it expires;  
(d) this authority shall be in addition to all existing authorities under S.80 of the Companies Act 1985; and



- (3) the draft new article 4 set out in the printed document submitted to the meeting and for the purpose of identification initialled by the chairman be inserted in the articles of association of the company in substitution for the existing article 4.

*Adam M. Haison-Hall* .....

Chairman

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