THE COMPANIES ACT 1985, SECTION 252

GENERAL MEETING

Baron Sons Holdings Limited

held at

BARON HOUSE, BARON AVENUE EARLS BARTON, NORTHAMPTON

on

31st December 1995

THE FOLLOWING SPECIAL RESOLUTIONS WERE DULY PASSED:-

1. The company, having been dormant since its formation and no accounts having been laid before it in general meeting, resolves to make itself exempt from the provisions of Part VII of the Companies Act 1985 (as amended by S14 of the Companies Act 1989) relating to the audit of accounts

SIGNED

SECRETARY

TYAPTE

A10 \*A7DVWI47\* 39 COMPANIES HOUSE 12/01/96