COMPANY NUMBER: 2727544

THE COMPANIES ACT 1985 TO 1989

COMPANY LIMITED BY SHARES

MISTBURY INVESTMENTS LIMITED

SPECIAL RESOLUTION

(PASSED ON 1 FEBRUARY 1999)

At an Extraordinary General Meeting of Mistbury Investments Limited duly convened and held at 15 Marylebone Road, London NW1 5JD on 1 February 1999, the following resolution was duly passed as Special Resolution.

"That no auditors be appointed by the company in accordance with the provisions of section 250 of the Companies Act 1985 in that it is a dormant company and meets the other requirements of the aforesaid section in this regard."

Mrs A L Scandrett

Secretary

A26 *A8NTDGMD* 232 COMPANIES HOUSE 25/05/99