

COMPANY NUMBER: 2933559

**THE COMPANIES ACT 1985
COMPANY LIMITED BY SHARES
SPECIAL RESOLUTION
OF
ATHELNEY TRUST PLC**

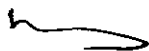
AT A GENERAL MEETING OF THE ABOVE-NAMED COMPANY, DULY
CONVENED AND HELD AT 2 QUEEN ANNE'S GATE BUILDINGS, DARTMOUTH
STREET, LONDON, SW1H 9BP ON THE FOURTEENTH DAY OF MAY 2003

THE FOLLOWING RESOLUTION WAS DULY PASSED

That the Articles of Association of the Company be and hereby are amended as follows:

- (a) by the deletion of paragraphs (i) and (ii) of Article 154 headed 'Duration and Winding up of the Company'
- (b) by the deletion of the words 'Duration and' from the heading of Article 154; and
- (c) by the renumbering of Article 154 headed 'Indemnity ' as Article 155 and the renumbering of the subsequent Articles accordingly.

SIGNED



DIRECTOR

DATE

14 MAY 2003

