Shareholders' resolution approving guarantee

Company Number/3017089

017089) 2960687

THE COMPANIES ACT 1985

COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION of

GOLBORNE WESTBOURNE LIMITED

Passed on [2 044 1997]

At an EXTRAORDINARY GENERAL MEETING of the above named Company duly convened and held at / four following resolution was duly passed as a SPECIAL RESOLUTION of the Company:

SPECIAL RESOLUTION

THAT notwithstanding any provisions of the memorandum or articles of association of the Company or any personal interest, the Directors of the Company be and are hereby empowered, authorised and directed to execute and deliver to and in favour of ANGLO IRISH BANK CORPORATION PLC (in such form as the said Bank may from time to time require) a guarantee of any money, obligations and liabilities (actual or contingent and whether as principal or surety and on any account or accounts) now or in the future due owing or incurred to the said Bank by BENEDICT THOMAS ANDERSEN

Chairman

WE CERTIFY THIS TO BE A TRUE AND PROPER COPY OF THE ORIGINAL

GORDONS SOLICITORS
WINTER HILL HOUSE
MARLOW REACH
STATE & APPROACH
MARLOW
BUCKS SL7 1NT

