

COMPANY NO. 2999029

THE COMPANIES ACT 1985  
COMPANY LIMITED BY SHARES  
SPECIAL RESOLUTION

OF

BABCOCK FACILITIES MANAGEMENT LIMITED

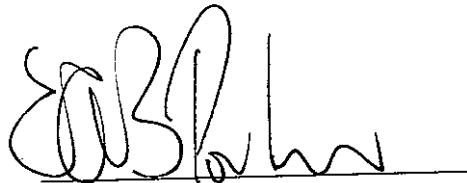
AT A GENERAL MEETING OF THE ABOVE-NAMED COMPANY, DULY  
CONVENED AND HELD AT BADMINTON COURT, CHURCH STREET,  
AMERSHAM, BUCKS HP7 ODD

ON THE 24TH DAY OF SEPTEMBER 1996

THE FOLLOWING RESOLUTION WAS DULY PASSED:

That the accounts of the company for the period ending 31st March 1996 having been sent out in accordance with the Companies Act 1985, section 238(1), and the company having qualified as small in that period and having been dormant since the end of it, the company resolves to make itself exempt from the obligation to appoint auditors as otherwise required by the Companies Act 1985, section 384.

SIGNED



DIRECTOR

DATE

24TH SEPTEMBER 1996

