

Company Number
3007940

COMPANIES ACT 1985

COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION

of

WEST COAST TRAINS LIMITED (the "Company")

(passed on 5 February, 1999) *CS*

The following written decision was duly passed as a special resolution of the Company by the sole member of the company on 5 February, 1999: *CS*

THAT:

The articles of association of the Company be amended by adding the following as article 11.3:

"Any Director who participates in the proceedings of a meeting by means of a communication device (including a telephone) which allows all the other Directors present at such meeting (whether in person or by alternate or by means of such type of communication device) to hear at all times such Director and such Director to hear at all times all other Directors present at such meeting (whether in person or by alternate or by means of such type of communication device) shall be deemed to be present at such meeting and shall be counted when reckoning a quorum."

CS
.....
Chairman

