

**THE COMPANIES ACTS 1985 TO 1989**

**THE FRIARY (BAMBURGH) MANAGEMENT CO. LIMITED**

(Company Number 3065031)

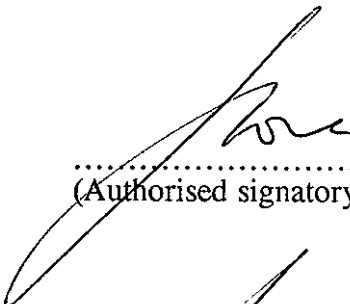
**SPECIAL RESOLUTION**

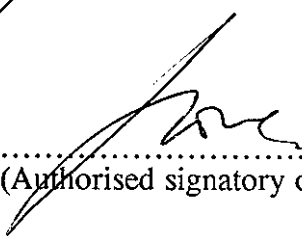
We the undersigned, JL Nominees One Limited and JL Nominees Two Limited, being all the members for the time being of the above-named company, hereby pass the following resolution as a special resolution and agree that this resolution shall, in accordance with Article 53 of Table A (which is incorporated in the articles of association of the company), be for all purposes as valid and effective as if the same had been passed at a general meeting of the company duly convened and held:

**IT IS RESOLVED:**

The Company having been dormant from the time of its formation and no accounts having been laid before it in general meeting, the Company resolves to make itself exempt from the provisions of Part VII of the Companies Act 1985 relating to the audit of accounts.

Dated *2nd April 1997*

  
.....  
(Authorised signatory of JL Nominees One Limited)

  
.....  
(Authorised signatory of JL Nominees Two Limited)



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