THE COMPANIES ACT 1985, SECTION 250

BELLISS & MORCOM LIMITED (Company Number 3067973)

COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION

AT A GENERAL MEETING OF THE ABOVE-NAMED COMPANY HELD ON THE 21 MAY 1996 THE FOLLOWING RESOLUTION WAS DULY PASSED:

The company, having been dormant since its formation resolves to make itself exempt from the provisions of Part VII of the Companies Act 1985 relating to the audit of accounts and from the obligation to appoint auditors.

SECRETAR

12-12-96 DATE

