

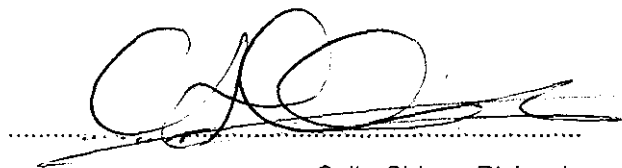
THE COMPANIES ACT 1985
COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION OF ALLWEATHER REFRIGERATION LIMITED
PURSUANT TO SECTION 381A OF THE COMPANIES ACT 1985

Passed on *3rd MARCH* 2000

I, the undersigned member of the above named Company being the sole member who at the date hereof would be entitled to attend and vote at an extraordinary general meeting of the Company convened for the purpose of proposing the special resolution set out below, hereby resolve:

THAT the contracts proposed to be made between (1) the Company and Edward John Cottrell and (2) the Company and Richard Mark Cottrell for the purchase in each case of 6,000 shares of £1 each in the Company the terms of which are set out in the draft memoranda of contract terms dated, *3rd MARCH* 2000 be and they are hereby authorised.



Colin Sidney Richards

