

Company Number: 3417812

THE COMPANY ACT 1985-1989

SPECIAL RESOLUTIONS

of

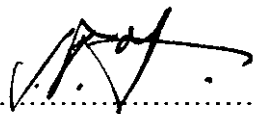
AVEBURY GROUP LIMITED

Passed on 13 October 1997

At an extraordinary general meeting of the company, duly convened and held at Carmelite, 50 Victoria Embankment, Blackfriars, London EC4Y 0DX on 13 October 1997 the following resolutions were duly passed by the company as special resolutions:

SPECIAL RESOLUTIONS

1. That the authorised share capital of the company of 1,000 shares of £1 each be subdivided into 10,000 ordinary shares of 10 pence each.
2. That the authorised share capital of the company be increased by £26,500 to £27,500 by the creation of an additional 265,000 ordinary shares of 10 pence each ranking pari passu in all respects with the existing ordinary shares; and
3. That the articles of association contained in the document attached to this notice and for the purpose of identification initialled by the chairman be approved and adopted as the new articles of association of the company in substitution for and to the entire exclusion of the existing articles of association.


.....
Chairman

PRESENTED BY :
Taylor Joynson Garrett
Carmelite, 50 Victoria Embankment,
Blackfriars, London EC4Y 0DX
Tel: 0171 353 1234
Ref: DJT/PSB

