

BARCOLIAN LIMITED

3429258

The following elective and special resolutions were passed at an Extraordinary General Meeting held on Saturday 29th August 1998

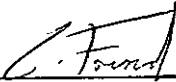
It was resolved that in accordance with the provisions of Section 252 of the Companies Act 1985 (as amended) the Company hereby dispenses with the laying of accounts and reports before the company in general meeting in respect of the year ended 30th September 1998 and subsequent financial years.

It was resolved that in accordance with the provisions of Section 366A of the Companies Act 1985 (as amended) the Company hereby dispenses with the holding of the annual general meeting for 1998 and subsequent years.

It was resolved that in accordance with the provisions of Section 250 of the Companies Act 1985 (as amended) no auditors will be appointed by the Company and that it meets the requirements of a dormant company.

Certified a true copy of the elective and special resolutions adopted at an Extraordinary General Meeting held on Saturday 29th August 1998.

Signed



C.G.FRENCH

Director and Secretary

29th August 1998

