

Company No: 3713007

**The Companies Act 1985**

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**COMPANY LIMITED BY SHARES**

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**WRITTEN RESOLUTION**

of

**RENT A SPACE LIMITED**

**("the Company")**

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**Passed 13 February 2003**

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We, being all members of the Company having the right to attend and vote at a general meeting of the Company (and having received copies of the statutory declarations under s.155(6)a and s.155(6)b of the Companies Act 1985 (the "Act") and the auditors' statutory reports under s.156(4)), signify our consent to the passing of the written resolutions set out below to the effect that the resolutions shall be deemed to be effective as special resolutions as if they had been passed at a general meeting of the Company duly convened and held:-

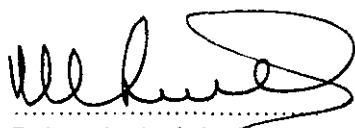
**SPECIAL RESOLUTIONS**

1. THAT the giving of the financial assistance in the form described in the statutory declarations made in respect of the Company and the Company's wholly owned subsidiary Hallco 483 Limited of even date and comprising the following be and is hereby unanimously approved;
2. THAT the execution by the Company and by the Company's wholly owned subsidiary Hallco 483 Limited of intra group loan agreements, pursuant to which the Company and Hallco 483 Limited agree to make available funds to the other parties to the intra group loan agreement for the purpose of (among other things) paying to the Finance Parties (as defined in a facilities agreement dated 23 September 2002 made between, inter alia, (1) the Parent (2) the Agent and (3) the co-ordinator (all such terms as defined therein) and others ("the Facilities Agreement")) sums due under the Facilities Agreement be and is hereby unanimously agreed;



3. THAT the execution by the Company and by Halco 483 Limited of hive across agreements pursuant to which the Company and Halco 483 Limited would dispose of their respective entire business and assets to Abbey Storage Limited ("Abbey") be and is hereby unanimously agreed;
4. THAT the execution by the Company of an assignment (together with a licence to assign) pursuant to which the Company would transfer the leasehold property at Nile Street, Bolton to Abbey together with an Authorised Guarantee Agreement by which the Company guarantees the obligations of Abbey an assignee of the Nile Street, Bolton property be and is hereby unanimously agreed; and
5. THAT the execution by Halco 483 Limited of an assignment pursuant to which the Subsidiary would transfer the property at Manchester Road, Oldham be and is hereby unanimously agreed.

**Shareholders**



Duly authorised signatory  
for and on behalf of  
**Mentmore plc**



Duly authorised signatory  
for and on behalf of  
**Halco 747 Limited**