

THE COMPANIES ACTS 1985 AND 1989

COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

of

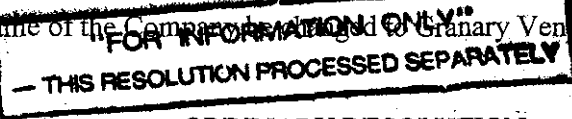
QUAYSHELFCO 875 LIMITED
(the "Company")

PASSED ON 9 October 2001

Pursuant to section 381A of the Companies Act 1985 (as amended) the undersigned being the sole member of the Company entitled to attend and vote at general meetings of the Company hereby makes the following resolutions, in the case of resolution numbered 1 as Special Resolution and in the case of resolution numbered 2 as Ordinary Resolution

SPECIAL RESOLUTION

- 1 THAT the name of the Company be changed to Granary Ventures Limited



ORDINARY RESOLUTION

- 2 THAT, the authorised share capital of the Company be and it is hereby increased from £100 to £10,000 by the creation of 9,900 additional Shares of £1 each.

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for and on behalf of
NQH Limited
9 October 2001

