

THE COMPANIES ACT 1985 (as amended)

COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION

(Pursuant to s.378 of The Companies Act 1985)

OF

LEECCREST LIMITED

Company Number 4638735

At an Extraordinary General Meeting of the above-named Company,  
duly convened and held at:

25 Hill Road  
Theydon Bois  
Epping  
Essex  
CM16 7LX

On the 16th day of January 2003 at 10.00am the following  
Resolution was duly passed as a Special Resolution:

SPECIAL RESOLUTION:

1. THAT the Authorised Share Capital of the Company be increased by £1,000 by the creation and addition of 1,000 of a new class of shares known as "B" Ordinary Shares of £1 each. The rights and privileges attaching to the respective classes of shares are as follows:

*As regards to voting*

The holders of the B Ordinary shares shall not be entitled to receive notice of, or attend, or vote either in person or by proxy at any of the Meetings of the company.

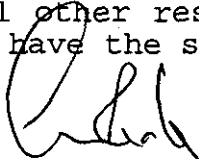
*As regards to income*

The Ordinary Shares and B Ordinary Shares shall rank *pari passu* with regard to entitlement to dividend except that the Directors may at any time resolve to declare a dividend on one class of share and not the other.

*As regards to capital*

The holders of the B Ordinary Shares shall not participate in the assets of the Company in the event of a winding up except to the extent of the amounts paid up on each share.

In all other respects Ordinary Shares and "B" Ordinary Shares shall have the same rights and privileges.

  
FOR Theydon Nominees Ltd



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