COMPANY NUMBER: 5017273

THE COMPANIES ACT 1985

PRIVATE COMPANY LIMITED BY SHARES

ELECTIVE RESOLUTION OF

LLOYDS TSB MARITIME LEASING (NO. 12) LIMITED

PASSED 4TH FEBRUARY, 2004

On 4th February, 2004 the sole member of the company resolved as an elective resolution, in accordance with section 379A of the Companies Act 1985 ("the Act"):

THAT the company elect, pursuant to section:

- (i) 252 of the Act, to dispense with the laying of report and accounts before the company in general meeting;
- (ii) 366A of the Act, to dispense with the holding of annual general meetings; and
- (iii) 386 of the Act, to dispense with the obligation to appoint auditors annually.

S.N. Slattery

Company Secretary

A32 COMPANIES HOUSE

0824 16/02/04