

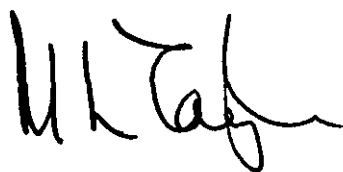
Company No: 5249238

The Companies Acts 1985 and 1989
Elective Resolutions
Company limited by shares

Elective Resolutions
of
Martin Taylor Associates Limited

At an Extraordinary General Meeting of the above-named Company, duly convened and held at 20 Bushwood Road, Kew, Richmond, Surrey on 11 October 2004 the following Elective Resolutions were duly passed:

1. THAT, pursuant to Section 366A Companies Act 1985, the company hereby elects to dispense with the holding of an annual general meeting in 2005 and in each subsequent year.
2. THAT, pursuant to Section 252 Companies Act 1985, the company hereby elects to dispense with the laying of accounts and reports before the company in general meeting in respect of the year ended 30 September 2005 and subsequent years.
3. THAT, pursuant to Section 386 Companies Act 1985, the company hereby elects to dispense with the obligation to appoint auditors annually.
4. THAT, pursuant to Section 80A Companies Act 1985, the company hereby elects that the provisions of Section 80A shall apply to the company and the directors' authority to allot relevant securities shall extend to all relevant securities of the company which are at the time of the passing of this resolution unissued. This authority is given for an indefinite period.



Chairman

