

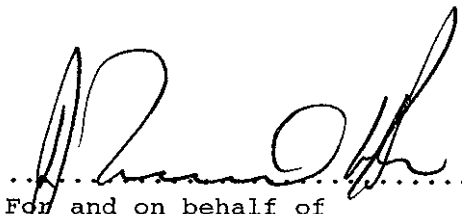
WRITTEN RESOLUTION

OF

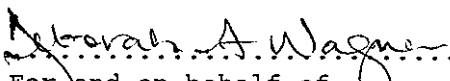
BRITANNIA LAS INVESTMENT MANAGEMENT LIMITED

We, the undersigned, being all the members of Britannia LAS Investment Management Limited ("the Company") who at the date hereof are entitled to attend and vote at a general meeting of the Company hereby resolve pursuant to Section 381B of the Companies Act 1985 (as amended by the Companies Act 1989) to the intent that the following resolution shall be effectual as if it had been duly passed as a special resolution at a general meeting of the Company duly convened and held for the purpose of passing that resolution:-

"THAT the regulations contained in the Articles of Association attached hereto be adopted as the Articles of Association of the Company in substitution for and to the exclusion of the existing Articles of Association".


.....
For and on behalf of
Britannia Life Limited

.....15/8/97.....
Dated


.....
For and on behalf of
Britannia Life Trustees Limited

.....15/8/97.....
Dated

[FHM2:100-30.Q06]



A handwritten signature, possibly "JF", is located at the bottom right of the page.