

Registered Number: SC160353

COMPANIES ACTS 1985 TO 1989

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS OF SMITH BROTHERS BUILDER LIMITED

Date

9TH DECEMBER 2003

We the undersigned, being all the members of Smith Brothers Builders Limited ("the Company") who at the date of these resolutions would be entitled to attend and vote at a general meeting of the Company, in accordance with the provisions of Section 381A of the Companies Act 1985 (as amended) and pursuant to the powers and authorities contained in the Articles of Association of the Company HEREBY RESOLVE as follows:-

1. Conversion and reclassification of shares

"THAT each of the existing issued 12,500 B Ordinary shares of £1 each in the capital of the Company be and is hereby converted into and reclassified as an ordinary share of £1 each ranking pari passu in all respects with the existing ordinary shares of £1 each in the capital of the Company.

2. Adoption of new Articles

"THAT the regulations contained in the document submitted to this meeting and for the purposes of identification signed by the chairman as relative to this paragraph of this resolution be and are hereby approved and adopted as the new Articles of Association of the Company in substitution for and to the exclusion of the existing Articles of Association of the Company."


James Smith

Date: 09.12.2003


Matthew Smith

Date: 9/12/03



Ewan . S. Smith
Ewan Smith

Date: 9-12-03

John B. Smith
John Smith

Date: 9-12-03

Colin B. Smith
Colin Smith

Date: 9.12.03

Myra D. Smith
Myra Smith

Date: 09.12.03

Christine Smith
Christine Smith

Date: 09-12-03

Sandra Smith
Sandra Smith

Date: 09.12.03