

Company Number: SC199837

**ELECTIVE RESOLUTIONS
OF
THE REMORTGAGE COMPANY LIMITED**

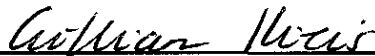
JORDANS (SCOTLAND) LIMITED, currently the sole member of the above-named Company, HEREBY PASSES the following written resolutions pursuant to section 381A of the Companies Act 1985.

It is resolved:

1. That pursuant to Section 366A of the Companies Act 1985 the Company hereby elects to dispense with the holding of Annual General Meetings.
2. That pursuant to Section 252 of the Companies Act 1985 the Company hereby elects to dispense with the laying of accounts and reports before the Company in General Meeting.
3. That pursuant to Section 386 of the Companies Act 1985 the Company hereby elects to dispense with the obligation to reappoint Auditors annually.

Date 13th September 1999

Signed



(Authorised Signatory of JORDANS (SCOTLAND) LIMITED)

Sole member and director

Ref.: O01790 / CFPU
OSWALDS of EDINBURGH
24 GREAT KING STREET
EDINBURGH, EH3 6QN



O01790 (SC199837)