Members' Voluntary Winding Up

Resolution for Winding-Up

Written Resolutions of the Members of

PAULS FOODS LIMITED

("the Company")

Pursuant to Section 381A of the Companies Act 1985

Company Number: SC013534 Private Limited Company by Shares

Attached to these resolutions is a written consent to act as Liquidator signed by Andrew D Conquest, and a certificate of appointment of a Liquidator signed by us.

WRITTEN RESOLUTIONS

I, the undersigned, representing the sole member of the Company who, at the date of these resolutions would be entitled to attend and vote at general meetings of the Company hereby pass the following resolutions and agree that the said resolutions shall, for all purposes be as valid and effective as if the same had been passed at a general meeting of the Company duly convened and held:

- a) A Special Resolution that the Company be wound up voluntarily.
- An Ordinary Resolution that Andrew D Conquest of Grant Thornton, Crown House, Crown Street, Ipswich, Suffolk, IP1 3HS be and is hereby appointed Liquidator of the Company.

An Ordinary Resolution that the remuneration of the Liquidator and fees for Grant Thornton's tax advice, be fixed

according to Grant Thornton's time costs.

- An Extraordinary Resolution that the Liquidator be and is hereby authorised to divide and distribute among the Members in specie or in kind the whole or any part of the assets of the Company and to determine how such divisions shall be carried out as between the Members and that the Liquidator be authorised to pay all creditors in full.
- An Extraordinary Resolution that the Liquidator be and is hereby authorised under the provisions of Section 165(2)(a) of the Insolvency Act 1986 to exercise the powers laid down in Part 1 of Schedule 4 of the said Act.

For and on behalf of Elementis Dormants Ltd

20th December 2000

(2431/12)

Appointment of Liquidators

Notice of Appointment of Liquidator Members Voluntary Winding Up

Pursuant to section 109 of the Insolvency Act 1986

Company number:

SCO13534

PAULS FOODS LIMITED Name of company:

Nature of business:

Dormant

Type of liquidation:

Members Voluntary

Address of registered office: Liquidator's name

Nettlehill Road, Houstoun Industrial Estate, Livingston, West Lothian EH545DL Andrew D Conquest, Crown House, Crown

and address:

Street, Ipswich, Suffolk, IP1 3HS

Office holder no:

5329

Date of appointment: 20th December 2000

By whom appointed: Members Andrew D Conquest, Liquidator

2nd January 2001

(2432/11)

Notices to Creditors

In the Matter of

PAULS FOODS LIMITED

and In the Matter of the Insolvency Act 1986

Notice is hereby given that the last date for proving debts against the above-named company, which is being voluntarily wound up, is the 13th February 2001, by which date claims must be sent to the undersigned, Andrew D Conquest of Grant Thornton, Crown House, Crown Street, Ipswich, Suffolk, IP1 3HS, the liquidator of the company.

Dated this 2nd day of January 2001.

Andrew D Conquest, Liquidator

(2433/13)

Creditors' Voluntary Winding Up

Resolution for Winding-Up

ALADDIN ENGINEERING LIMITED

Company No: SC 124899

At an Extraordinary General Meeting of the above-named company duly convened and held on 21st December 2000 the following resolution were duly passed:

That the company be wound up voluntarily.

By order of the Board.

Donald J MacDonald, Chairman

(2441/49)

The Companies Act 1985 The Insolvency Act 1986

CASE DESIGN ASSOCIATES LIMITED

At an Extraordinary General Meeting of the Members of the above company, duly convened and held at Dunedin House, Newhailes Road, Musselburgh EH21 6QD on 28th December 2000, the following Extraordinary Resolution was duly passed:

"That it has been proved to the satisfaction of the meeting that the company cannot by reason of its liabilities continue its business and that it is advisable to wind up same and, accordingly, that the company be wound up voluntarily.

I A M Cowan, Chairman 28th December 2000

(2441/5)

Extraordinary Resolution

Pursuant to section 378(1) of the Companies Act 1985 and

Section 84 of the Insolvency Act 1986

VISION COMPUTERS (SCOTLAND) LIMITED

Company number: SC 178202 Passed on 21st December 2000

At an Extraordinary General Meeting of the Members of the above-named Company, duly convened and held at Armstrong Watson, Fairview House, Carlisle, Cumbria CA1 1HP on the day of 21st December 2000, the following Extraordinary Resolution was duly passed:

"That it has been proved to the satisfaction of this Meeting that the Company cannot, by reason of its liabilities, continue its business, and that it is advisable to wind-up the same, and accordingly that the Company be wound up voluntarily, and that Arthur C Custance Armstrong of Watson & Wood, 15 Victoria Place, Carlisle, Cumbria CA1 1EW be and he is hereby appointed liquidator for the purposes of the winding-up."

Stephen Hind, Director

(2441/65)

Meetings of Creditors

1ST PLANT & TOOL HIRE LIMITED

(In Liquidation)

Notice is hereby given that I, Colin A. F. Hastings, 13 Bath Street, Glasgow G2 1HY, was appointed Interim Liquidator of 1st Plant & Tool Hire Limited by Interlocutor of the Court of Session dated 22nd December 2000.

Notice is also given that the First Meeting of Creditors of the Company will be held within the offices of The Merchants House of Glasgow, 7 West George Street, Glasgow on 31st January 2001 at 10.00 am for the purposes of choosing a Liquidator and considering the other Resolutions specified in Rule 4.12(3) of the aforementioned Rules.

To be entitled to vote at the Meeting, creditors must have lodged their claims with me at or before the Meeting. Voting must either be in person by the creditor or by form of proxy. To be valid, proxies must either be lodged with me at the Meeting or at the undernoted address prior to the meeting.

Colin A. F. Hastings, Interim Liquidator

Hastings & Co, Chartered Accountants, 13 Bath Street, Glasgow G2 1HY

3rd January 2001

(2442/36)