

SPECIAL RESOLUTION

- OF -

EIGHTEEN ALEXANDRA ROAD MANAGEMENT LIMITED

AT THE GENERAL MEETING OF THE ABOVE-NAMED COMPANY, DULY
CONVENED AND HELD AT 18 Alexandra Road, London N8 0PP ON THE 2ND
DECEMBER 1995 THE FOLLOWING SPECIAL RESOLUTION WAS DULY PASSED:-

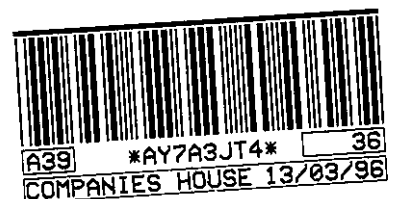
"The accounts of the company for the financial year ending 25th April 1995 having been laid
before the company at the meeting, and the company having qualified as small in that year and
having been dormant since its incorporation, the company resolves to make itself exempt from
the obligation to appoint auditors as otherwise required by Section 384 of the Companies Act
1985".

J. Wade-Jones

Signed:
Director

H. Shacall.....
Secretary

Dated this 22nd day of January 1996



Company Number: 1364870

EIGHTEEN ALEXANDRA ROAD MANAGEMENT LIMITED

SPECIAL RESOLUTION pursuant to Section 252 of the Companies Act 1985

At an extraordinary meeting of the members and creditors of the above company held at 18 Alexandra Road, London N8 0PP on 2nd December 1995 the following Special Resolution was passed:-

"That in accordance with Section 252 of the Companies Act 1985, the company shall be exempt from the obligation to appoint auditors as otherwise required by Section 384 of the Act".

Signed:

J. Wade-Jones
Director

Dated this 22nd day of January 1996