

Number of }
Company } 3459699

The Companies Act 1985

COMPANY LIMITED BY SHARES

Special Resolution

(Pursuant to s. 378 (2) of the Companies Act 1985)

OF

(SAS) SELECT AUTOMOTIVE SERVICES LIMITED

Passed 4TH JANUARY 2001

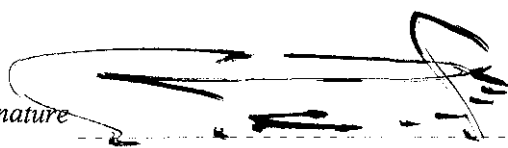
AT an EXTRAORDINARY GENERAL MEETING of the above-named
Company, duly convened, and held at
TALBOT HOUSE, TALBOT COURT, GRACECHURCH STREET, LONDON EC3V
OBS

on the 4TH day of JANUARY 2001, the subjoined
SPECIAL RESOLUTION duly passed, viz.:—

RESOLUTION

THAT the capital of the Company be increased to £250,000
divided into 250,000 shares of £1.00 each by creating 49,900
Ordinary Shares of £1.00 each and 200,000 Redeemable
Non-Voting Preference Shares of £1.00 each, the Ordinary
Shares ranking *pari passu* with the existing ordinary shares
and the Redeemable Non-Voting Preference Shares having the
rights set out in the Articles of the Company.



Signature 
Chairman of Meeting

To be signed by
the Chairman, a
Director, or the
Secretary of the
Company.

NOTE. —To be filed within 15 days after the passing of the Resolution(s).

[P.T.O.]