

The Companies Act 1985

COMPANY LIMITED BY SHARES

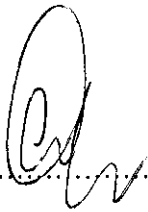
ELECTIVE RESOLUTIONS
of
D.G. FINANCE LIMITED ("the Company")

REGISTERED NUMBER 2131494

Passed on the 30th day of July 2002

The following resolutions were, on the above mentioned date, passed by the members of the Company pursuant to section 381A of the Companies Act 1985 ("the Companies Act"), as ELECTIVE RESOLUTIONS:-

1. That, pursuant to the provisions of section 252 of the Companies Act, the Company elects to dispense with the laying of its accounts and reports before the Company in general meeting.
2. That, pursuant to the provisions of section 366A of the Companies Act, the Company elects to dispense with the holding of annual general meetings.
3. That, pursuant to the provisions of section 386 of the Companies Act, the Company elects to dispense with the obligation to appoint auditors annually.



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Director

