

Company Number: 02647567

THE COMPANIES ACTS 1985 to 1989

PRIVATE COMPANY LIMITED BY SHARES

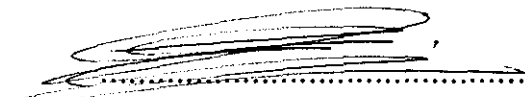
WRITTEN RESOLUTIONS OF LA PIERRE CARE HOMES LIMITED

Dated this 8th day of March 2001

WRITTEN RESOLUTION

We the undersigned being all the members 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 resolution as a Special Resolution and agree that the said resolutions shall, for all purposes, be as valid and effective as if the same had been passed by all of us at a General Meeting of the Company duly convened and held:-

That the Articles of Association of the Company be amended by the deletion of Article 7 being the power of the Directors to decline to register any transfer of any share in the Company whether or not it is a fully paid share.



George Sideras
for and on behalf of New Challenge
(Care Homes) Limited

