

The Companies Acts 1985 – 1989

Company Limited By Shares

Written Resolutions

of

1 & 2 Onslow Gardens Limited

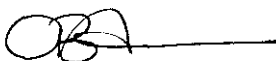
(the 'Company')

(Passed 8 May 2005)

We, the undersigned, being the sole holder of the entire issued share capital of the Company entitling the holder to attend and vote at General Meetings of the Company **hereby resolve:**

ELECTIVE RESOLUTIONS

1. 'That pursuant to s 366A Companies Act 1985 the Company elects to dispense with the holding of Annual General Meetings in 2005 and subsequent years.'
2. 'That pursuant to s 386 Companies Act 1985 the Company elects to dispense with the obligation to appoint Auditors annually.'
3. 'That pursuant to s 252 Companies Act 1985 the Company elects to dispense with the laying of accounts and reports before the Company in General Meeting for the current financial year and all subsequent financial years.'



For & on behalf of
Temple Secretarial Limited

