

Company No: 1906342

THE COMPANIES ACT 1948 TO 1983
THE COMPANIES ACTS 1985 AND 1989

COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

OF

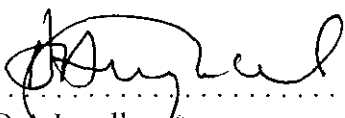
UCS PLANT LIMITED

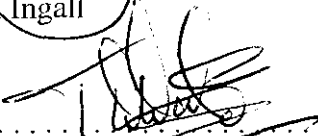
We, the undersigned, being all the members of UCS Plant Limited (the "Company") for the time being entitled to receive notice of and to attend and vote at general meetings of the Company, hereby pass the following resolution pursuant to Section 381A Companies Act 1985 and agree that such resolution shall for all purposes be as valid and effective as if passed as a special resolution at a general meeting of the Company duly convened and held:

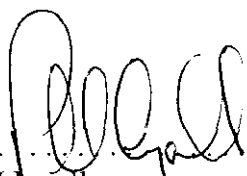
Resolution

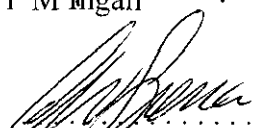
That the forms of guarantee and debenture in favour of Yorkshire Bank PLC, copies of which have been provided to us, be and the same are hereby approved and the directors are hereby authorised to procure the execution of such documents by the Company.

Dated 25 June 1999


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D A Ingall


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T W Watson


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P M Ingall


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C W Spence

