30-05-97

For Companies House

THE COMPANIES ACT 1985

COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

OF

'LEDORE DEVELOPMENTS LIMITED

(Company Number 3336512)

A15 *AMZ8TVYP* 435
COMPANIES HOUSE 24/05/97

We, the undersigned, being the members of the above company for the time being entitled to receive notice of, attend and vote at General Meetings, hereby pass the following resolutions and agree that the said resolutions shall be effective as if the same had been passed at a General Meeting of the company duly convened and held.

It was resolved:

(a) as ordinary resolutions

1. That the capital of the company be increased from £10,000 to £5,000,000 by the creation of an additional 4,990,000 shares of £1 each to rank pari passu in all respects with the existing ordinary shares in the capital of the company and that Clause 5 of the Memorandum of Association of the company be amended accordingly.

2. That the directors be and are hereby generally and unconditionally authorised pursuant to S80 of the Companies Act 1985 to allot the new 4,990,000 shares created by Resolution 1 above at any time or times within a period of five years from the date hereof.

(b) as a special resolution

That in respect of an application to subscribe for 3,046,000 ordinary shares of £1 each by P M Brotherton, the requirements of article 5 (b) of the Company would not apply and the directors, could, if approved allot the shares to him.

We hereby certify for the purpose of s382A Companies Act 1985:-

a) that the resolutions set out above were duly agreed to in accordance with s381A of the said Act by the members of Appledore Developments Limited whose names and signatures are appended to this copy of the resolutions;

b) that the date of the resolutions is that on which the resolutions were signed by the Members.

c) the Resolutions became effective on 8 May 1997.

P.M. Brotherton

8th May 1997
Date

J.E. Brotherton
Mrs J.E. Brotherton