

Company No. 3708939

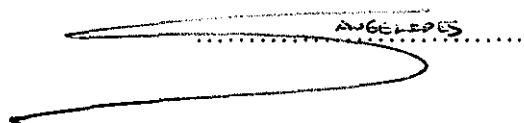
THE COMPANIES ACT 1985
COMPANY LIMITED BY SHARES
SPECIAL RESOLUTION OF
PENN INVESTMENTS LIMITED

Passed on Thursday 22 March 2001

At an Extraordinary General Meeting of the above named company duly convened and held at 2 – 4 Stoney Lane, Birmingham on Thursday, 22 March 2001 the following resolution was duly passed as an ordinary resolution:

RESOLUTION

- That
- (a) the authorised share capital of the company be increased from £100 to £200 by the creation of 100 ordinary shares of £1 each.
 - (b) for the purpose of Section 95 of the Companies Act 1985 (and so that expressions used in this resolution shall bear the same meanings as in the said section):
 - (i) the directors be and are hereby generally and unconditionally authorised to allot relevant securities up to a maximum nominal amount of £100 to such persons at such times and on such terms as they think proper during the period expiring at the end of five years from the date of this resolution; and
 - (ii) the company be and is hereby authorised to make prior to the expiry of the said period any offer or agreement which would or might require relevant securities to be allotted after the expiry of the said period and the directors may allot relevant securities in pursuance of any such offer or agreement notwithstanding the expiry of any authority given by this Resolution.


Director

