

**A WRITTEN ELECTIVE RESOLUTION OF THE MEMBERS**

of

4239237

**'L&C CONSULTANCY LIMITED'**

Pursuant to Regulation 53 of Table A, the following Written Resolutions were approved:

On the ...25.....day of.....June..... 20.01

**DISPENSING WITH THE LAYING OF ACCOUNTS AND REPORTS BEFORE MEMBERS IN GENERAL MEETING**

That pursuant to Section 252 of the Companies Act 1985, the company shall dispense with the laying of accounts and reports before the company in general meeting.

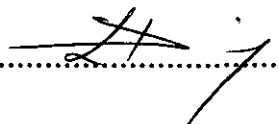
**RESOLUTION DISPENSING WITH HOLDING OF ANNUAL GENERAL MEETINGS**


That pursuant to Section 366A of the Companies Act 1985, the company shall dispense with the holding of annual general meetings.

**RESOLUTION DISPENSING WITH APPOINTING AUDITORS ANNUALLY**

That pursuant to Section 386 of the Companies Act 1985, the company shall dispense with the obligation to appoint auditors annually.

Signed as approved by the following member(s):

.....Dated the 26...day of.....July..... 20.01

.....Dated the 06...day of.....July..... 20.01



A49  
COMPANIES HOUSE

\*AUF112GL\*

0857  
18/07/01