

Company No: 3132299

THE COMPANIES ACTS 1985 AND 1989

COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

HURLEYHOUSE (CARS) LIMITED

WE, the undersigned shareholders, being the holders of all the shares of the above-named company now issued and entitled to receive notice of and to attend and vote at General Meetings of the Company **HEREBY RESOLVE** pursuant to section 381A of the Companies Act 1985 that the following resolutions be passed as ordinary resolutions of the Company:

1. THAT the authorised share capital of the Company be increased from £10,000 to £20,000 by the creation of an additional 9,000 Ordinary Shares of £1.00 each ranking pari passu with the existing Ordinary Shares in the capital of the Company and an additional 1,000 'A' Ordinary Shares of £1.00 each ranking pari passu with the existing 'A' Ordinary Shares in the capital of the Company.
2. THAT the Directors be generally and unconditionally authorised, pursuant to Section 80 of the Companies Act 1985, to exercise all powers of the Company to allot relevant securities (within the meaning of that section) up to the full amount of the unissued share capital of the Company for a period expiring (unless previously renewed, varied or revoked by the Company in general meeting) on the fifth anniversary of the date of this resolution.

Signed:


William Owen Morgan

Dated: 9th MAY 2002

Signed:


Mark Steven Hulme

Dated: 9th MAY 2002

