

Directors' Report to 30 September 2000

The directors present their report and the unaudited financial statements for the year ended 30 September 2000.

REVIEW OF THE BUSINESS

The company has not traded or made profits or losses during the year.

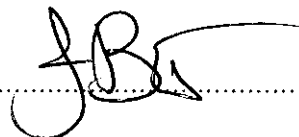
DIRECTOR

The directors, J P Butterfield and Helen Butterfield, have held office during the whole of the year from 1 October 1999 to the date of this report. According to the register of directors' interests, the directors' interest in the shares of the company was as follows:

	<u>30 September 1999 and 30 September 2000</u>
John P Butterfield	100
Helen Butterfield	100

Approved by the board on 4 October 2000 and signed on its behalf by :

J P Butterfield- Director



4 October 2000

3633303.



BALANCE SHEET

As at 30 September 2000

	<u>2000</u> £	<u>1999</u> £
Share capital unpaid	<u>200</u>	<u>200</u>
Capital and Reserves		
Called up share capital, issued and unpaid		
2 Ordinary shares of £1 each	<u>200</u>	<u>200</u>
Authorised share capital		
100,000 Ordinary shares of £1 each		

The Company was dormant (within the meaning of section 250(3) of the Companies Act 1985) throughout the financial year to 30 September 2000.

The balance sheet was approved by the director on 4 October 2000.


..... J P Butterfield (Director
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Company Number: 3633303

Notes**1. PROFIT AND LOSS ACCOUNT**

The company has not traded, made profits or losses, nor incurred any liabilities during the year ended 30 September 2000. Therefore no profit and loss account is attached.

DORMANT COMPANY RESOLUTION

COMPANY NO: 03633303

THE COMPANIES ACT 1985 (SECTION 252)

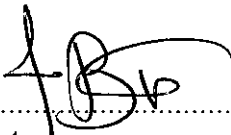
SPECIAL RESOLUTION OF

J B INNOVATIONS LIMITED

At a meeting of the above named company, held on the 12 September 2000 the following resolution was duly passed.

"The company, having been dormant over the past year and no accounts having been laid before it in general meeting, other than a balance sheet at 30 September 1999 reflecting its dormant status, resolves to make itself exempt from the obligation to appoint auditors as otherwise required by section 384 of the Companies Act 1985."

SIGNED


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Director

12 September 2000