

Resp.

**Company Number 00940351**

**The Insolvency Act 1986**

**Nesbit Evans Healthcare Limited ('the Company')**

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the sole member of the Company who (at the date of these resolutions) would have been entitled to vote upon the resolutions set out below had they been proposed at a general meeting of the Company at which it was present, hereby passed the following Written Resolutions

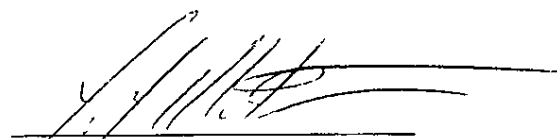
**Special Resolutions**

- 1 That the Company be wound up voluntarily and that Sean Croston of Grant Thornton UK LLP, No 1 Dorset Street, Southampton, Hampshire SO15 2DP, be appointed liquidator of the Company for the purposes of the voluntary winding-up
- 2 That the liquidator be authorised to value the whole or part of the Company's non-cash assets for the purpose of a distribution in specie and that he distribute such assets accordingly
- 3 That the liquidator be authorised pursuant to section 165 of the Insolvency Act 1986 to exercise such powers specified in Part 1 of Schedule 4 of the said Act as may be necessary for the purposes of the liquidation

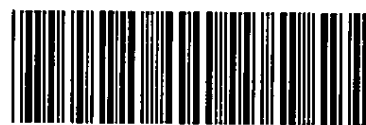
**Ordinary Resolution**

- 4 That the liquidator's remuneration be fixed by reference to Grant Thornton UK LLP's time costs and that the liquidator be authorised to be paid and to draw such remuneration at such intervals as he may determine and be paid any expenses properly incurred in relation to the liquidation

DATED THIS 27TH DAY OF SEPTEMBER 2010

  
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Leif Erik Martensson  
Director

WEDNESDAY



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COMPANIES HOUSE