

Company No. 1385747

The Companies Act 1985 to 1989

Company Limited by Shares

Written Resolution

Of

PAUL WHEELER LIMITED

(Pursuant to Section 381A of the Companies Act 1985)

Passed on

18<sup>th</sup>

August 2004

We the undersigned members of the above-named Company, being all the members of the Company entitled to attend and vote on the Resolution pass the following resolution as a Written Resolution of the Company pursuant to Section 381A of the Companies Act 1985:-

SPECIAL RESOLUTION

That the Own Share Purchase Agreement proposed to be made between the Company (1) and Mr Stephen Guy Pritchard and Mr. Paul Leslie Wheeler (2) which will oblige the Company to purchase 100 fully paid Ordinary Shares of £1.00 each in the capital of the Company for a consideration of £160,000 payable on completion in the form produced and circulated with this Resolution (and signed by ourselves for purposes of identification) be approved and entered into by the Company and that any two directors or a director and the Company Secretary be authorised to sign and complete such Own Share Purchase Agreement on the Company's behalf.



Paul Leslie Wheeler



Corinne Gale Wheeler

Gale

