

## WRITTEN RESOLUTION

Company Number 1655537

The Companies Acts 1985 and 2006

PRIVATE COMPANY LIMITED BY SHARES

## WRITTEN RESOLUTION

BELLA FIGURA LIMITED  
("the Company")

We, the undersigned, being all of the members of the Company eligible to attend and vote at general meetings of the Company, hereby pass the following resolutions designated as ordinary and special resolutions (as indicated below) and agree that the said resolutions shall be as valid and effective as if they had been passed at a general meeting the Company duly convened and held

### IT WAS RESOLVED :

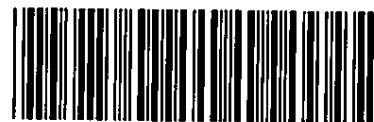
#### Special Resolutions

- 1 That Article 14 of the Company's Articles of Association be amended by removal of the words "two" and its replacement with the word "one"
- 2 That a new Article 17(B) be added to the Company's Articles of Association as follows -

17(B) A Director may vote at any meeting of the Directors or of any committee of the Directors on any resolution, notwithstanding that it in any way concerns or relates to a matter in which he has, directly or indirectly, any kind of interest whatsoever, and if he shall vote on any such resolution as aforesaid his vote shall be counted, and in relation to such resolution as aforesaid he shall (whether or not he shall vote on the same) be taken into account in calculating the quorum present at the meeting

#### Ordinary Resolutions

- 1 That the authorised share capital of the company be increased from £164,407 to £700,000 by the creation of a further 535,593 shares of £1 each ranking pari passu in all respects with the existing shares of £1 each
- 2 That the Directors of the Company be and are hereby generally and unconditionally authorised for the purposes of Section 80 and pursuant to Section 95 of the Companies Act 1985 to allot relevant securities within the meaning of Section 80(2) of the said Act up to an aggregate maximum amount (measured by reference to the nominal amount of the shares concerned) of £700,000 provided always that such authority (unless previously varied revoked or renewed) shall expire five years after the date upon which this Resolution is passed but shall allow the Company before such expiry to make an offer or agreement which would or might require any relevant securities that are covered by the scope of the authority to be allotted after such expiry



Signed




Edward Osborne Cavendish

Date

25/1/08

Signed



The Honourable David Sidney Bernstein

Date

25/1/08