THE COMPANIES ACT 1989

PRIVATE LIMITED COMPANY

WRITTEN RESOLUTION

(Pursuant to s 381A of the Companies Act 1989)

OF THE MEMBERS OF

ST MARY ABCHURCH INVESTMENTS LTD

Dated 28 November 2006

We the undersigned, being all the members of the company who at the date of this resolution would be entitled to attend and vote at general meetings of the company hereby pass the following resolution as an Elective Resolution and agree that the said resolution shall for all purposes be as valid and effective as if the same had been passed at a general meeting of the company duly convened and held.

ELECTIVE RESOLUTION

THAT the company dispenses with:

- laying of accounts and reports before the company in a general meeting (s 252 of the Companies Act 1989)
- ii) holding an Annual General Meeting (s 366A of the Companies Act 1989)

William Samuel Clive Richards

Sylvia Ann Richards

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Anna Jane Lewis on behalf of St Mary Abchurch Investments Ltd

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