

Company Number 1833521

**THE COMPANIES ACT 1985, AS AMENDED
COMPANY LIMITED BY SHARES**

PRINT OF WRITTEN RESOLUTION

-OF-

THREE X COMMUNICATION LIMITED

(passed on 2nd March 2002)

We, the undersigned, being the sole member of the Company entitled to receive notice of, attend and vote at general meeting of the Company HEREBY RESOLVE pursuant to the Articles of Association of the Company (regulation 53 of Table A) and section 381A Companies Act 1985 unanimously pass the following resolution and agree that it shall have effect as if passed as an ordinary resolution at a general meeting of the Company duly convened and held:

ORDINARY RESOLUTIONS

1. That the authorised share capital of the Company be and it is hereby increased from £120,000 to £920,000 by the creation of 800,000 Preference Shares of £1 each;
2. For the purposes of Section 80 Companies Act 1985 the Directors be and they are hereby generally and unconditionally authorised to allot up to £800,000 in nominal amount of 800,000 Preference Shares of £1 each in the capital of the Company PROVIDED that this authority shall commence on and be effective from the adoption of this Resolution and shall expire on the fifth anniversary of such date.

Signed.....
For and on behalf of GE Capital
Investments as Sole Shareholder

Dated 2nd March 2002

