

Company No. 1860772

THE COMPANIES ACT 1985

COMPANY LIMITED BY SHARES

ELECTIVE RESOLUTION

of

ORBIT BENEFITS LIMITED

(Passed on 4 September 2006)

By a written resolution of the above-named Company passed on 4 September 2006, the following resolution was passed as an elective resolution of the Company:

ELECTIVE RESOLUTION

THAT

1. in accordance with the provisions of Section 366A of the Companies Act 1985 (the "Act"), the Company hereby elects to dispense with the holding of the annual general meeting for 2007 and subsequent years.
2. in accordance with the provisions of Section 252 of the Act, the Company hereby elects to dispense with the laying of accounts and reports before the Company in general meeting in respect of the year ending 31 December 2006 and subsequent financial years.
3. in accordance with the provisions of Section 386 of the Act, the Company hereby elects to dispense with the obligation to appoint auditors annually.
4. in accordance with the provisions of Section 80A(1) of the Act, the Company hereby elects that the provisions of Section 80A of the Act shall henceforth apply to the Company in place of the provisions of Section 80(4) and (5) of the Act.
5. in accordance with the Sections 369(4) and 378(3) of the Act, the Company hereby elects that the said provisions shall have effect in relation to the Company as if for the references to 95 per cent there were substituted references to 90 per cent.



SECRETARY

