

Company No: 2132785

**THE COMPANIES ACT 1985
COMPANY LIMITED BY SHARES**

SPECIAL RESOLUTION

of

FORWARD AEGIS LIMITED

We, the undersigned, being the sole member of the above named Company entitled to receive notice of and to attend and vote at General Meetings of the Company (in pursuance of Regulation 53 of Table A in the first Schedule to the Company's (Tables A - F) Regulations 1985 (as amended) hereby **RESOLVE THAT:-**

The Memorandum of Association of the Company be amended to include a new Clause 3 (z) namely:

"to release or otherwise extinguish without payment or other consideration all or any debts or rights of whatsoever nature or amount and howsoever arising at any time owing or belonging to the Company"

Dated the 30th March 2006



For and on behalf of
OCS GROUP LIMITED

