

**WRITTEN RESOLUTIONS**  
**OF**  
**MONEY CONTROLS HOLDINGS LIMITED**

**Company number 2549191**

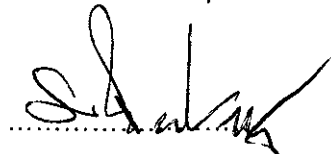
**Passed 14 June 2001**

**Pursuant to section 381A and 379A Companies Act 1985**

We, the undersigned, being the sole member of the above named Company entitled to attend and vote at general meetings thereof HEREBY PASS the following resolutions as elective resolutions of the Company and confirm that the same shall be as effective and valid as if they had been passed at an extraordinary general meeting of the Company duly convened and held:

**ELECTIVE RESOLUTIONS**

- 1 That in accordance with section 252 of the Companies Act 1985, the Company shall dispense with its obligation to lay report and accounts before the Company in general meeting.
- 2 That in accordance with section 386 of the Companies Act 1985, the Company shall dispense with its obligation to appoint auditors annually.



duly authorised representative of

CA-MC Acquisition UK Limited

