

Company Number: 2875057

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

ELECTIVE RESOLUTIONS

OF

PDP MOMENTUM LIMITED

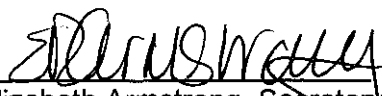
At the Annual General Meeting of the Company held at 1114 Avenue of the Americas, New York on 3 December 2004 and pursuant to the articles of association of the Company, the following resolutions were passed:

ELECTIVE RESOLUTIONS

THAT in accordance with Section 366A of the Companies Act 1985 (as amended) ('the Act'), the Company shall dispense with the holding of an annual general meeting for the year 2004 and thereafter until this election is revoked.

THAT in accordance with Section 252 of the Act, the Company shall dispense with the obligation under section 241 of the Act to lay accounts and reports before the Company in general meeting.

THAT pursuant to Section 386 of the Act, the Company shall dispense with the obligation to appoint auditors annually.


Elizabeth Armstrong, Secretary

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