

The Insolvency Act 1986 and Companies Act 2006**Company Limited by Shares****SPECIAL RESOLUTION**

(Pursuant to Section 283 of the Companies Act 2006 and 84(1)(b) of the Insolvency Act 1986)

of CRE Group Ltd

Passed - 18 December 2009

At a General Meeting of the members of the above named company, duly convened and held at Unit 2 Nixs Hill, Nixs Hill Industrial Estate, Alfreton, Derbyshire, DE55 7GN on 18 December 2009 the following resolutions were duly passed:

"That on the recommendation of the Directors the company be wound up voluntarily".

"That Edward T Kerr and Brian J Hamblin of the firm of PKF (UK) LLP, Chartered Accountants, be and they are hereby appointed as Joint Liquidators of the company for the purpose of the voluntary winding up and that they be empowered to act jointly and severally".

"That the Joint Liquidators be remunerated by reference to PKF (UK) LLP's normal rates for the time properly given by them, as Joint Liquidators and their staff in attending to matters arising in the winding-up subject to a maximum of £3,500 plus VAT and disbursements as detailed in the Letter of Engagement dated 16 November 2009".

"That the Joint Liquidators hereby be authorised to distribute amongst the members in specie or kind the whole or any part of the assets of the Company".

"That the Joint Liquidators be authorised under the provisions of Section 165 (2)(a) of the Insolvency Act 1986 ("the Act") to exercise the powers specified in Part 1 of Schedule 4 of the Act".

Signed: _____

Brian Lott, Director

Presented for filing by:-

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Presenter's reference:-

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