

Jetix Consumer Products UK Limited (the "Company")

Registered in England (3036727)

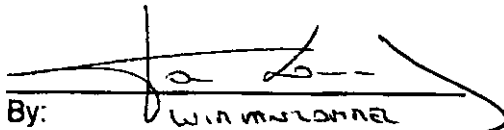
Written Resolutions of the Sole Shareholder

It is resolved as follows:

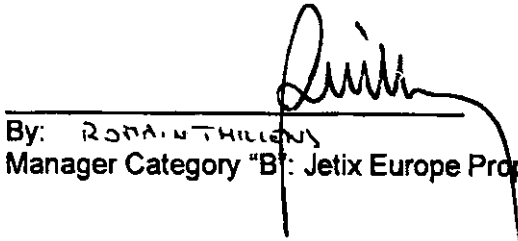
That pursuant to Section 288 of the Companies Act 1985, Dene Stratton be appointed as a director of the Company with effect from 1 January 2005 and that Martin Weigold's resignation as a director of the Company with effect from 18 December 2004 be accepted.

Dated 1st January 2005

Signed by the sole shareholder of the Company


By: Win McDaniel

Manager Category "A": Jetix Europe Properties (Luxembourg) S.a.r.l


By: Romain Thilloy

Manager Category "B": Jetix Europe Properties (Luxembourg) S.a.r.l

