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COMPANY LIMITED BY GUARANTEE

Resolutions

of

THE NATIONAL CENTRE FOR BUSINESS & SUSTAINABILITY LIMITED

1 At a **General Meeting** of the above-named Company, duly convened, and held at RSM Tenon Recovery, Arkwright House, Parsonage Gardens, Manchester, M3 2LF on the 15 March 2010 the following resolutions were passed, Nos 1 and 3 and 4 as Special Resolutions and Nos 2 and 5 as Ordinary Resolutions of the Company

Resolutions

- 1 "That the Company be wound up voluntarily" and
- 2 "That Matthew Colin Bowker and Christopher Ratten, Licensed Insolvency Practitioners, be appointed Joint Liquidators of the Company, and that they act jointly and severally"
- 3 "That the Joint Lliquidators be authorised to pay unsecured creditors in full" and
- 4 "That the Joint Liquidators be authorised to distribute any of the Company's assets in specie" and
- 5 "That the Joint Liquidators' fees will be charged by reference to the time properly spent by them and their staff in dealing with the matters relating to the liquidation of the Company capped at £2,000 and they are permitted to charge what are known as category 2 expenses. The Joint Liquidators' time will be charged at the hourly charge out rate of the grade of staff undertaking the work at the time the work is undertaken"

Richard Pearce - Chairman of Meeting