

Company No: 3112042

THE COMPANIES ACT 1985
PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

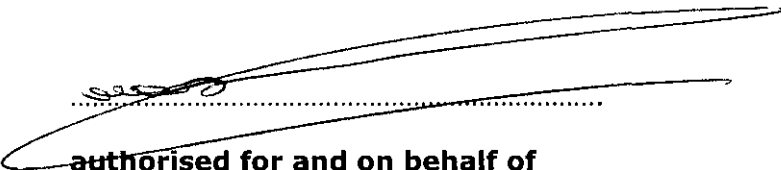
PRIVILEGE PROPERTIES (NORTHERN) LIMITED (the "Company")

DATED 15 September 2006

The undersigned, being the sole member of the Company entitled to receive notice of and to attend and vote at a general meeting of the Company in respect of the Resolution set out below hereby agrees to and makes the following Resolution pursuant to section 381A Companies Act 1985 which shall have effect as an Ordinary Resolution and be as valid and effective for all purposes as if the same had been duly passed at a general meeting of the Company duly convened and held:

ORDINARY RESOLUTION

THAT the transfer of various properties by the Company to Bracken House Properties LLP pursuant to a property sale agreement between (1) Factfocus Limited, General Allied Properties Limited, North Western Properties and Developments Limited, Provincial and Northern Properties Limited, Privileged Estates Limited, Privileges Properties (Northern) Limited, Briar Hill Court Limited, Harpmanor Limited and Supashow Limited; (2) Bracken House Properties LLP and (3) Sterling Property Co. Limited (a copy of which is circulated herewith) be and it is hereby authorised pursuant to section 320 of the Companies Act 1985, and for all other purposes.


authorised for and on behalf of
JERROLD HOLDINGS LIMITED

15 September 2006

Copy sent to auditors on **15 September 2006**

