

CHN GROUP LIMITED

Company No:
3430063

The Companies Acts 1985 and 1989

We, the undersigned, being all the Members for the time being of the above-named Company entitled to receive notice of and to attend and vote at General Meetings hereby pass the following Resolutions as Elective Resolutions and agree that the said Resolutions shall, pursuant to section 381A of the Companies Act 1985 as amended by the Companies Act 1989, for all purposes be as valid and effective as if the same had been passed at a General Meeting of the Company duly convened and held.

Elective Resolutions

1. *"That pursuant to Section 366A of the Companies Act 1985 (as amended), the Company hereby elects to dispense with the holding of Annual General Meetings in 2005 and subsequent years."*
2. *"That the Company elect to dispense with the obligation to appoint auditors annually pursuant to Section 386 of the Companies Act 1985 (as amended) and to authorise the directors to fix their remuneration from time to time as they should think fit."*
3. *"That pursuant to Section 252 of the Companies Act 1985 (as amended), the Company hereby elects to dispense with the laying of accounts and reports before the Company in general meeting."*

Passed on: 01/04/2006

The Members:

£1.00 ORDINARY shareholders:



IAN LAWRENCE COLE

ROBERT MICHAEL HOPKINS

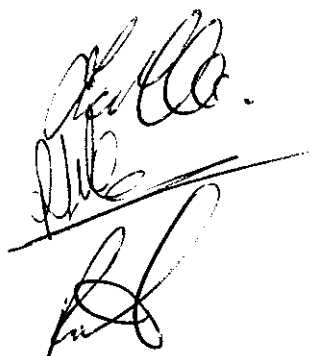
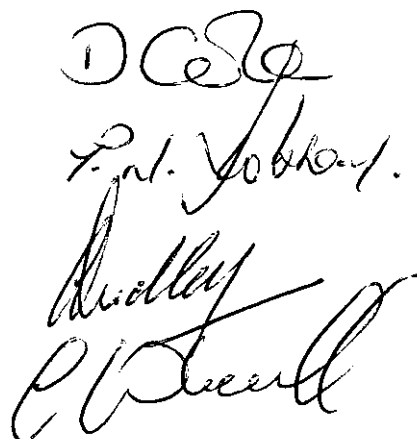
ROYSTON GORDON NICHOLLS

DAVID COLE

PETER DOBSON

ALAN DUDLEY

CLIVE WHEAWALL

Three handwritten signatures are stacked vertically. The top signature is 'Ian Lawrence Cole', the middle is 'Robert Michael Hopkins', and the bottom is 'Royston Gordon Nicholls'.Four handwritten signatures are stacked vertically. The top signature is 'David Cole', the second is 'Peter Dobson', the third is 'Alan Dudley', and the bottom is 'Clive Wheawall'.