

Company No: 3571899

The Companies Act 1985

COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

BUY AS YOU VIEW HOLDINGS LIMITED



Pursuant to Regulation 53 of Table A in the Schedule to the Companies (Tables A-F) Regulations 1985 (as amended) which is incorporated in the Articles of Association of the Company, the undermentioned resolutions have been passed in the case of resolutions 1 and 2 as ordinary resolutions and in the case of resolution 3 as a special resolution of the Company (in each case as if passed at a general meeting duly convened and held) and have been assented to by all the members of the Company entitled to attend and vote at a general meeting of the Company.

Ordinary and Special Resolutions

- 1 THAT the authorised share capital of the Company be and is hereby increased from £55,000 to £65,000 by the creation of an additional 10,000 ordinary shares of £1.00 each in the capital of the Company, all such shares having the rights and being subject to the restrictions set out in the Articles of Association of the Company from time to time.
- 2 THAT the Directors be and are hereby generally and unconditionally authorised to exercise all the powers of the Company to allot relevant securities (within the meaning of Section 80 of the Companies Act 1985) ("the Act") up to an aggregate nominal amount of £10,000 in substitution for any authority previously conferred upon them save to the extent that the same may already have been exercised PROVIDED that this authority shall expire on the date 5 years after the passing of this resolution, save that the Company may before such expiry, make an offer or agreement which would or might require relevant securities to be allotted after such expiry and the Directors may allot relevant securities in pursuance of such offer or agreement as if the authority conferred thereby had not expired.
- 3 THAT subject to the passing of the previous resolution the Directors be and are hereby empowered pursuant to Section 95 of the Act to allot equity securities (within the meaning of Section 94 of the act) pursuant to the authority conferred by the previous resolution, as if Section 89(1) of that Act did not apply to any such allotment PROVIDED that this power shall be limited to the allotment of equity securities up to an aggregate nominal amount of £65,000 and shall expire on the date 5 years after the date of passing of this resolution, save that the Company may, before such expiry, make an offer or agreement which would or might require the allotment of equity

securities in pursuance of such offer or agreement as if the power conferred hereby had not expired.

Name of Member

Signature

Date of Signature

Bernard William
Richard Jones



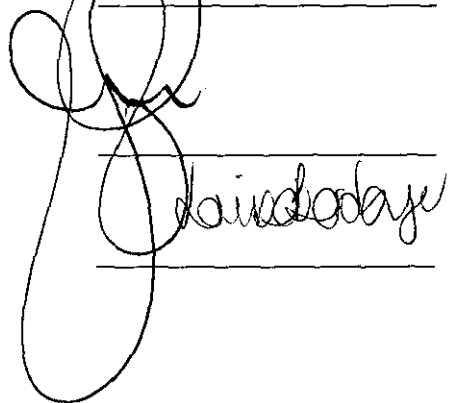
23/12/03

Bernard Jones and
Alexia Claire Cooke as
Trustees of the
Alberta Louise Caroline
Jones Settlement



23/12/03

Bernard Jones and
Alberta Louise Caroline
Boobyer as Trustees of
the Alexia Claire Jones
Settlement



23/12/03

23/12/03

23/12/03

Gerald Haydn
Coleman

Ann Coleman

Gerald Haydn
Coleman and Ann
Coleman as Trustees
of the Alyson
Michelle Tarrant
Settlement

Gerald Haydn
Coleman and Ann
Coleman as Trustees
of the Heather Lynne
Perkins Settlement

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Name of Member	Signature	Date of Signature
Bernard William Richard Jones	_____	_____
Bernard Jones and Alexia Claire Cooke as Trustees of the Alberta Louise Caroline Jones Settlement	_____	_____
Bernard Jones and Alberta Louise Caroline Boobyer as Trustees of the Alexia Claire Jones Settlement	_____	_____
Gerald Haydn Coleman		23/12/03
Ann Coleman		23/12/03
Gerald Haydn Coleman and Ann Coleman as Trustees of the Alyson Michelle Tarrant Settlement	 	23/12/03 23/12/03
Gerald Haydn Coleman and Ann Coleman as Trustees of the Heather Lynne Perkins Settlement	 	23/12/03 23/12/03