

The Companies Act 1985
COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION

of
BUY AS YOU VIEW HOLDINGS PLC
(PURSUANT TO SECTION 53 COMPANIES ACT 1985)

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 as special resolutions of the Company, 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.

Special Resolutions

- 1 **THAT** the Company be re-registered as a private company under the Companies Act 1985 having the name of Buy As You View Holdings Limited.
- 2 **THAT** the Articles of Association of the Company be amended by the deletion of clause 2 in its entirety and the renumbering of clause 3-28 respectively.

Name of the Shareholder

Signature

Date of Signature

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



19/12/03

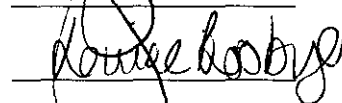


19/12/03

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



19/12/03



19/12/03

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

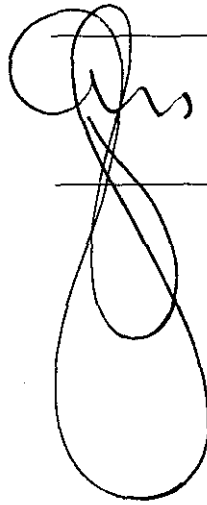
Ann Coleman



Gerald Haydn Coleman

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

Bernard William
Richard Jones

A large, stylized handwritten signature, possibly reading 'Bernard', is written over three horizontal lines.

19/12/03

Company No: 3571899

The Companies Act 1985
COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION

of

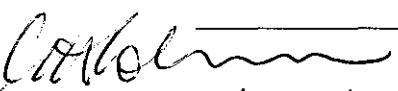

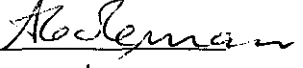
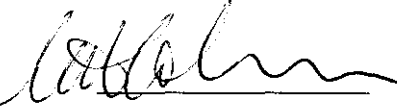
BUY AS YOU VIEW HOLDINGS PLC

(PURSUANT TO SECTION 53 COMPANIES ACT 1985)


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 as special resolutions of the Company, 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.

Special Resolutions

- 1 **THAT** the Company be re-registered as a private company under the Companies Act 1985 having the name of Buy As You View Holdings Limited.
- 2 **THAT** the Articles of Association of the Company be amended by the deletion of clause 2 in its entirety and the renumbering of clause 3-28 respectively.

	Name of the Shareholder	Signature	Date of Signature
mailed A	Bernard Jones and Alexia Claire Coleman Trustees of Alberta Louise Caroline Jones Settlement	_____	_____
	Bernard Jones and Alexia Claire Coleman as Trustees of Alexia Claire Jones Settlement		_____
mailed A	Gerald H. Coleman and Ann Coleman as Trustees of Alyson Michelle Tarrant Settlement		19/12/03
mailed A	Ann Coleman		19/12/03
	Gerald H. Coleman		19/12/03

Gerald Hayden Coleman
and Ann Coleman as


_____ Ann Coleman _____

Manor
A

Trustees of Heather Lynne
Perkins Settlement

Bernard W.R. Jones

Manor
A

The personal representatives of
Desna C. Jones

_____ Z _____ Z _____