

Company Number: 3646506

WRITTEN RESOLUTIONS of

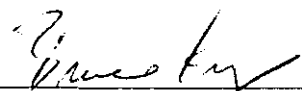
**BLYTH HOMESCENTS INTERNATIONAL UK LIMITED** ("the Company")

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Pursuant to the provisions of Section 381A of the Companies Act 1985, the following are Resolutions in writing signed by the Sole Member for the time being of the Company entitled to receive notice of and to attend and vote at General Meetings of the Company and shall for all purposes be as valid and effective as if the same had been passed as Elective Resolutions at a General Meeting of the Company duly convened and held.

IT IS RESOLVED that the Company elects:

1. to dispense with the holding of Annual General Meetings; and
2. to dispense with the laying of Accounts and Reports before the Company in General Meeting; and
3. to dispense with the obligation to appoint Auditors annually.

  
duly authorised signatory  
for and on behalf of  
Blyth Home Expressions, Inc

Dated: October 24, 2005



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CERTIFIED TO BE A TRUE  
COPY OF THE ORIGINAL  
*Baker & McKenzie LLP*  
BAKER & MCKENZIE LLP  
SOLICITORS  
100 NEW BRIDGE STREET  
LONDON  
EC4V 6JA

*21/11/05*