

Company Number: 3726028

THE COMPANIES ACTS 1985 TO 1989
PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION OF THE SOLE MEMBER OF
EBAY (UK) LIMITED
(the "Company")

(in accordance with the articles of association of the Company)

Dated this 18th day of July 2006

We, the undersigned, being the sole member of the Company who, at the date of these resolutions would be entitled to attend and vote at general meetings of the Company HEREBY PASS the following resolutions as ordinary and special resolutions respectively and agree that the said resolutions shall, for all purposes be as valid and effective as if the same had been passed by us at a general meeting of the Company duly convened and held:

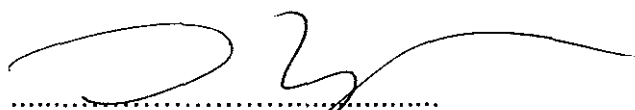
ORDINARY RESOLUTIONS

"THAT the authorised share capital of the Company be increased from £1,000 to £100,000,000 by the creation of an additional 99,999,000 ordinary shares of £1.00 each ranking *pari passu* in all respects with the existing ordinary shares."

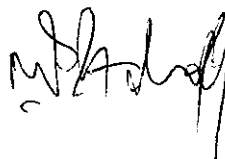
"THAT the directors are generally and unconditionally authorised pursuant to section 80 of the Companies Act 1985 to issue shares in the Company up to a maximum nominal amount equal to the nominal amount of the authorised but unissued share capital at the date of the passing of this resolution, PROVIDED THAT the authority hereby given shall expire 5 years after the passing of this resolution unless previously renewed or varied save that the directors may, notwithstanding such expiry, allot any shares or grant any such rights under this authority in pursuance of an offer or agreement so to do made by the Company before the expiry of this authority."

SPECIAL RESOLUTION

"THAT sub-sections 89(1) and 90(1) to (6) inclusive of the Companies Act 1985 and any rights of pre-emption (however expressed) contained in the articles of association of the Company shall not apply to any allotment of equity securities by the Company."


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for and on behalf of eBay International A.G.

Geoffrey Brigham
Vice President, Central Europe
eBay International AG



Nicholas Staheff
Vice President, CFO Europe
eBay International AG

1

