

Company Number: 3823774

COMPANIES ACT 1985 TO 1989
PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS
Of
CASH CARD SERVICES LIMITED

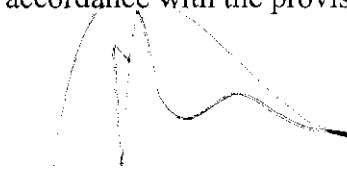
(Passed on *1 May* 2002)

We, the undersigned, being all the members of the above named company (the "Company") who at the date of this resolution are entitled to attend and vote at a general meeting of the Company convened for the purpose of considering and passing the elective resolutions set out below **HEREBY RESOLVE** in accordance with section 381A Companies Act 1985 as if the same had been duly passed at a duly convened and held general meeting of the Company:

ELECTIVE RESOLUTIONS

1. That in accordance with section 366A of the Companies Act 1985 the Company hereby elects to dispense with the holding of annual general meetings in 2002 and in each subsequent year (until this resolution is revoked).
2. That in accordance with section 386 of the Companies Act 1985 the Company hereby elects to dispense with the obligation to appoint auditors annually.

The Company **HEREBY RATIFIES** any previous failure to hold general meetings in accordance with the provisions of the Companies Act 1985.


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for and on behalf of Cash Card Services Limited

