

Company Number 3864079

The Companies Acts 1985 and 1989

Company Limited by Shares

**Written Resolutions
of
Middleton St George Healthcare Limited**

Dated 3 August 2006

On 3 August 2006, the following Written Resolutions (such resolutions to have effect as Elective Resolutions) were duly passed by the sole member of the Company, who at that date was entitled to attend and vote at a general meeting of the Company.

Elective Resolutions

1. THAT pursuant to section 252 of the Companies Act 1985 the Company hereby elects to dispense with the laying of accounts and reports before the Company in General Meeting.
2. THAT pursuant to section 366A of the Companies Act 1985 the Company hereby elects to dispense with the holding of an Annual General Meeting each year.
3. THAT pursuant to section 386 of the Companies Act 1985 the Company hereby elects to dispense with the obligation to appoint Auditors annually.



**Jon Shaw
Company Secretary**

