

Company Number 4016625
PRIVATE COMPANY LIMITED BY SHARES
SOLE MEMBER'S WRITTEN RESOLUTIONS
of
COMPUTER PATENT ANNUITIES INTERNATIONAL LIMITED (the "Company")

11 March 2009

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolutions are passed as special resolutions (the "**Resolutions**").

SPECIAL RESOLUTIONS


1. That the articles of association of the Company be altered by:
 - a. Deleting the present Article 6 its entirety; and
 - b. Deleting the present Article 8 (*Transfer of Shares*) and substituting it with the following:

"8 TRANSFER OF SHARES

Notwithstanding anything contained in these articles, the directors shall not decline to register any transfer of shares, nor may they suspend registration of any shares where such transfer is executed by any person to whom such shares have been charged by way of security, or by an nominee of any such person, pursuant to a power of sale under security, and a certificate by any such person or employee of any such person that the shares were so charged and the transfer was so executed shall be conclusive evidence of such facts."

AGREEMENT

Please read the notes at the end of this document before signifying your agreement to the Resolutions.

 **DIRECTOR**
.....
On behalf of Computer Patent Annuities Limited



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EDX 24/3/09 126
COMPANIES HOUSE

NOTES

1. If you agree with the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following methods:
 - By Hand: delivering the signed copy to Computer Patent Annuities Limited, Liberation House, Castle Street, St Helier, Jersey JE1 1BL marked "For the attention of Peter Sewell, Chief Executive Officer".
 - Post: returning the signed copy by post to Computer Patent Annuities Limited, Liberation House, Castle Street, St Helier, Jersey JE1 1BL marked "For the attention of Peter Sewell, Chief Executive Officer".
 - Fax: faxing the signed copy to 01534 811350 marked "For the attention of Peter Sewell, Chief Executive Officer".
 - E-mail: by attaching a scanned copy to psewell@cpaglobal.com marked "For the attention of Peter Sewell, Chief Executive Officer".
2. If you do not agree to the Resolutions, you do not need to do anything: you will not be deemed to agree if you fail to reply.
3. Once you have indicated your agreement to the Resolutions, you may not revoke your agreement.
3. Unless, by 14 March 2009, sufficient agreement has been received for the Resolutions to pass, it will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before or during this date.
4. If you are signing this document on behalf of a person under a power of attorney or other authority please send a copy of the relevant power of attorney or authority when returning this document.