

Company No 04104391

THE COMPANIES ACTS 1985 to 2006
PRIVATE COMPANY LIMITED BY SHARES
PRINT OF WRITTEN RESOLUTIONS
of
GRAND SERVICES HOLDINGS LIMITED
(the "Company")

The following resolutions were passed by the sole shareholder, Terra Firma Investments (GP) Limited acting in its capacity as general partner of Terra Firma Capital Partners I on 11 February 2008

"THAT with the members' unanimous assent

- 1 the Company be re-registered as an unlimited company having a share capital under the Companies Acts 1985 to 2006 by the name of "GRAND SERVICES HOLDINGS"
- 2 with effect from the Company's re-registration as an unlimited company having a share capital, its memorandum of association be and is hereby altered as follows
 - (a) in the heading, by deleting the words "Company Limited by Shares" and substituting the words "Unlimited Company having a Share Capital",
 - (b) also in the heading and furthermore in clause 1 by deleting the word "LIMITED" after the words "GRAND SERVICES HOLDINGS", and
 - (c) by deleting clause 6 relating to members' limited liability and clause 7 relating to the share capital
- 3 with effect from the Company's re-registration as an unlimited company having a share capital, the Company's existing articles of association be and are hereby amended as follows
 - (a) in the heading, by deleting the words "Company Limited by Shares" and substituting the words "Unlimited Company having a Share Capital",
 - (b) also in the heading by deleting the word "LIMITED" after the words "GRAND SERVICES HOLDINGS",
 - (c) by inserting the following as a new article 3 1 and renumbering the existing article 3 1 as 3 2 and the existing article 3 2 as 3 3 accordingly

"3 1 The Company is an unlimited company having a share capital " and
 - (d) by inserting the following article after Article 6 and before Article 7 as a new article 6A (Alteration of share capital)

"The Company may by special resolution



- a) increase the share capital by such sum to be divided into shares of such amount as the resolution may prescribe,
- b) consolidate and divide all or any of its share capital into shares of a larger amount than its existing shares,
- c) sub-divide its shares, or any of them, into shares of a smaller amount than its existing shares,
- d) cancel any shares which at the date of the passing of the resolution have not been taken or agreed to be taken by any person,
- e) reduce its share capital and any share premium account in any way "



For and on behalf of TJG Secretaries Limited
Secretary

Date 12 February 2008