

Company Number 04150563

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

OF

LIVERPOOL PSDA LIMITED (the "Company")

PROPOSED BY THE BOARD OF DIRECTORS OF THE COMPANY IN ACCORDANCE WITH
SECTION 291 OF THE COMPANIES ACT 2006

SPECIAL RESOLUTIONS

THE BOARD PROPOSES THAT

- (A) the letter of waiver and amendment (the "**Waiver and Amendment Letter**") in the form of the draft attached to this written resolution, subject to such amendments as the board of directors of the Company in their discretion see fit, and the transactions contemplated thereby be and are hereby approved,
- (B) the Company be and is hereby instructed and authorised to execute the Waiver and Amendment Letter, and
- (C) the board of directors of the Company have authority to approve the terms of and the transactions contemplated by the Waiver and Amendment Letter and any related documents

By order of the board

Phyllis Blum *LS*

Director/Secretary

6 October 2008.

Date

FRIDAY



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17/10/2008

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COMPANIES HOUSE