

THE COMPANIES ACTS 1985-1989

BLACK SPOT INTERACTIVE LIMITED (the "Company")

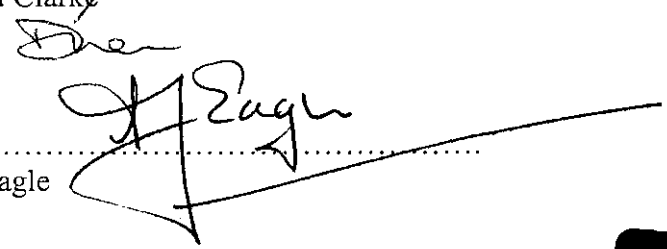
WRITTEN RESOLUTION

We the undersigned being or representing all of the members and in respect of all classes of shares held by such member in the capital of the Company entitled to attend and vote at general meetings of the Company, hereby resolve and agree the following resolution shall take effect as a special resolution pursuant to and in accordance with section 381A of the Companies Act 1985 a copy having been delivered to the Company's auditors before being delivered to the Company's members for signature;

SPECIAL RESOLUTIONS

- 1 That the Company is for all purposes in connection with the acquisition by Ingelby (1653) Limited of the entire issued share capital of the Company, hereby authorised to give financial assistance pursuant to section 152 Companies Act 1985 and in compliance with sections 155-158 Companies Act 1985 as such financial assistance is more particularly set out in the sworn statutory declaration (a copy of which is attached) produced to the undersigned together with the statutory auditor's report annexed to the statutory declaration;
- 2 That the Guarantee, the Debenture, the IPR Charge, the Intra-Group Loan Agreement, the Intercreditor Agreement and the Life Policy Mortgage (each as defined in Appendix 1 to the statutory declaration referred to in 1 above) be and are hereby approved; and
- 3 That the execution, delivery and performance by the Company of and the subsequent exercise of rights under the documents referred to in 2 above is in the best interests of the Company.


.....
David Clarke


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Joe Eagle

DATED

15/9/2005

RECEIVED CENTRAL BANK OF AUSTRALIA
AND CHEQUE CLEARING CENTRAL
BRIDGES 22 21 OF September 2005
WISAGG & CO LLP
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