

Company No. 4286432

THE COMPANIES ACTS 1985-89

PRIVATE COMPANY LIMITED BY SHARES

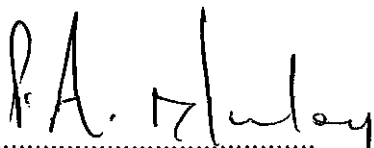
SPECIAL RESOLUTION

- OF -

BENTLEIGH CROSS LIMITED

We, the undersigned, being all of the Holders of the issued "C" shares in the capital of the Company HEREBY PASS the following resolution as an extraordinary resolution and agree that the said resolution shall, for all purposes, be as valid and effective as if the same had been passed by us all at a separate general meeting of the Holders of the issued "C" shares in the capital of the Company duly convened and held:

THAT consent is hereby given to any and every modification, abrogation, or variation of the special rights attached to the "C" shares of 10p each in the capital of the company which may be affected by or involved in the passing and implementation of the resolutions set out in the Notice of Extraordinary General Meeting of the Company convened for 14th September 2006.


.....
P.A. Murley


.....
R.A. Waterer

Dated 14th September 2006

WEDNESDAY



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03/01/2007
COMPANIES HOUSE

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WRITTEN RESOLUTION

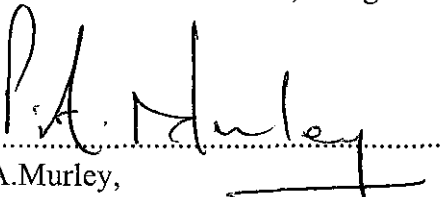
- of -

The Holders of the issued "C" shares in the capital of BENTLEIGH CROSS LIMITED

The resolution set out on the attached copy was passed as a written resolution pursuant to regulation 53 of Table A, which is incorporated into the Articles of Association of the Company in its Article 1

The signatures to the written resolution were of the persons set out below being all of those members who at the date of the resolutions were entitled to attend and vote at a general meeting:-

The date of the resolution, being the date of the last signature, was 14th September 2006


.....
P.A. Murley,
Chairman

Dated: 14th September 2006