

R SOLUTIONS LTD

(Registered in England – No 4304002)



WRITTEN RESOLUTION

We, the undersigned, being all the members of the Company who are at the date hereof entitled to attend and vote at a general meeting of the Company hereby pass the following resolutions in writing pursuant to section 381A of the Companies Act 1985 ("the Companies Act") as amended by the Companies Act 1989, as elective resolutions:

THAT the Company dispense with the laying of accounts and reports before the Company in general meeting, in accordance with section 252 of the Companies Act as amended.

THAT the Company dispense with the holding of annual general meetings in accordance with section 366(A) of the Companies Act as amended.

THAT the Company dispense with the obligation to appoint auditors annually in accordance with section 386 of the Companies Act as amended.

Dated this 6th day of July 2005

A handwritten signature in black ink, appearing to be "A. J. [unclear]", is written over a horizontal line.

for and on behalf of
Randall & Quilter Investment Holdings Limited

CERTIFIED TO BE TRUE COPY

A handwritten signature in black ink, appearing to be "J. [unclear]", is written over a horizontal line.

COMPANY SECRETARY