

Number of Company: 4333049

THE COMPANIES ACT 1985  
COMPANY LIMITED BY SHARES  
RESOLUTIONS OF DEVELOPMENT HELL LIMITED  
(Pursuant to the Companies Act 1985)  
passed on the 13<sup>th</sup> February 2006

AT AN EXTRAORDINARY GENERAL MEETING of the Company held at 90-92 Pentonville Road, London, N1 9HS on 13<sup>th</sup> February 2006 at 11 am the following resolutions were passed:

SPECIAL RESOLUTION

1. To amend the articles of association of the Company by the addition of the following new articles to article 3 that states as follows:

*"3.5 Upon a sale of all or substantially all of the assets of the Company, the proceeds of sale shall, so far as the Company is entitled to do so, be used for the purposes of redeeming the preference shares by repaying to the holders of the preference shares the amounts paid up on such shares together with a sum equal to any arrears of dividend thereon to be calculated down to the date of payment.*

*3.6 Upon the sale of all of the issued share capital of the Company, the consideration from such sale shall be applied:*

*3.6.1 firstly to pay to the holders of the preference shares the amount paid up on such shares;*

*3.6.2 secondly as to the holders of the preference shares such amount as may be outstanding in respect of any arrears of dividend that should have been paid in respect of the preference shares; and*

*3.6.3 the balance to be paid to the holders of the ordinary shares."*

Date: 13<sup>th</sup> February 2006

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Chairman

