

Company Number 4718888

**PRIVATE COMPANY LIMITED BY SHARES**

**WRITTEN RESOLUTION**

**OF**

**Goldman Sachs Capital Investments Limited  
(the "Company")**

**PROPOSED BY THE SOLE MEMBER OF THE COMPANY IN ACCORDANCE WITH  
SECTION 292-295 OF THE COMPANIES ACT 2006**

**SPECIAL RESOLUTION**

That the articles of the Company shall be amended by

- 1) the second sentence of article 48 being deleted,
- 2) article 79 being deleted to be replaced by the text  
      '79. [text intentionally deleted]'  
      , and
- 3) article 80 being deleted to be replaced by the text:  
      '80 [text intentionally deleted]'.

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TUESDAY



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LD3 06/05/2008 318  
COMPANIES HOUSE

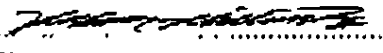
**INFORMATION REQUIRED TO COMPLY WITH SECTION 293(4) OF THE COMPANIES ACT 2006**

- 1 Eligible members are the members who would have been entitled to vote on the resolution on the circulation date of the written resolution
- 2 The circulation date of the written resolution is 1 May 2008 (the "Circulation Date")
- 3 The procedure for signifying agreement by an eligible members to the written resolution is as follows
  - (A) A member signifies his agreement to the proposed written resolution when the company receives from him (or someone acting on his behalf) an authenticated document –
    - (i) Identifying the resolution to which it relates, and
    - (ii) indicating his agreement to the resolution
  - (B) The document must be sent to the company in hard copy form or in electronic form
  - (C) A member's agreement to the written resolution once signified, may not be revoked
  - (D) The written resolution is passed when the required majority of eligible members have signified their agreement to it
- 4 The period for agreeing to the written resolution is the period of 28 days beginning with the Circulation Date (see Section 297 Companies Act 2006).

**AGREEMENT BY ELIGIBLE MEMBERS TO WRITTEN RESOLUTION**

We, being together all the eligible members of the Company

1. confirm that we have received a copy of the above written resolution in accordance with section 292-295 of the Companies Act 2006, and
2. hereby resolve and agree that the above resolution is passed as a written resolution pursuant to Section 288 of the Companies Act 2006 and that such resolution shall take effect as a special resolution

  
Signed for and on behalf of  
G S FINANCIAL SERVICES L P

Date: May 01, 2008

Milton R Millman