

COMPANY NUMBER: 05070182

THE COMPANIES ACTS 1985 TO 1989

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION OF

LANDMARK BUSINESS CONSULTING LIMITED

We, the undersigned being all the members of the Company who, at the date of this resolution would be entitled to attend and vote at general meetings of the Company, HEREBY PASS the following resolutions as Special Resolutions and agree that the said resolutions shall, for all purposes, be as valid and effective as if they had been passed by us all present at a general meeting of the Company duly convened and held.

SPECIAL RESOLUTION

1. THAT the Company be hereby authorised for the purposes of section 155 of the Companies Act 1985 to give financial assistance by way of payment of the legal, accounting and bank guarantee fees incurred by the Company's shareholders in the sale of all the share capital of the Company to XChanging Insurance Professional Services Limited.



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COMPANIES HOUSE

A7TTK886

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15/12/2005

Signed
George Bell

Dated: 07/12/05.....

Signed
Giles Lightfoot

Dated: 07/12/05.....

Signed
Timothy Yorke

Dated: 07/12/05.....

Signed
Graham Whitehead

Dated: 07/12/05.....