

Company Number: 5117093

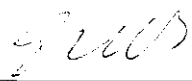
WRITTEN RESOLUTIONS OF
MCG COMPANY NO 4 LIMITED ("the Company")

We, the undersigned, being all the Members for the time being of the above-named Company entitled to receive notice of and to attend and vote at General Meetings of the Company HEREBY PASS the following written resolutions and agree that the said resolutions shall, pursuant to Clause 74 of the Articles of Association of the Company, for all purposes be as valid and effective as if the same had been passed at a General Meeting of the Company duly convened and held.

It is hereby resolved:

1. **THAT** the share capital of the Company be increased to £10,000,000 by the creation of 9,000,000 ordinary shares of £1 each to rank pari passu in all respects with the existing ordinary shares of the Company.
2. **THAT** the Directors of the Company be and are hereby authorised pursuant to Section 80 of the Companies Act 1985 to allot to such persons at such times and on such terms as they think proper, any ordinary shares of the Company, provided that the maximum number of shares that may be allotted pursuant to this resolution shall not exceed 9,000,000 ordinary shares of £1 each and that the authority of the directors hereunder shall expire five years from the date of this resolution.

Dated 30 April 2004



for and on behalf of
Abogado Nominees Limited

