

Company Number: 5130042

The Companies Act 1985 (the "Act")
Company Limited by Shares

RESOLUTION IN WRITING
OF
PATIENTLINE US LIMITED
(the "Company")

In accordance with s381A of the Act we, the undersigned, holding all of the shares in the Company giving a right to attend and vote at a General Meeting of the Company, hereby resolve:

(1) that the following Resolution be duly passed as a Special Resolution:

SPECIAL RESOLUTION

THAT in accordance with section 250 of the Companies Act 1985 the Company, being a dormant company within the meaning of the said section, shall be exempt from the provisions of Part VII of the Companies Act 1985 relating to the audit of accounts and the obligation to appoint auditors.

(2) that each of the following Resolutions be duly passed as an Elective Resolution:

ELECTIVE RESOLUTIONS

- (a) THAT in accordance with sections 252 and 379A of the Companies Act 1985, the Company hereby elects to dispense with the laying of accounts and reports before the Company in General Meeting;
- (b) THAT in accordance with sections 366A and 379A of the Companies Act 1985, the Company hereby elects to dispense with the holding of Annual General Meetings.

Signed:

P A Dennis

For and on behalf of
Hospital Entertainment Limited
P. A. DENNIS
Authorised Signatory

Date:

4th May 2005

