

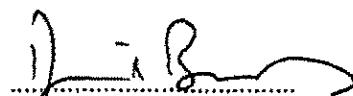
Company number
5137091

THE COMPANIES ACT 1985
COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION
of
ALNERY NO. 2446 LIMITED

The sole member of the company passes the following resolution:

That:

- (1) the objects of the company be altered by the deletion of the existing objects clause in the memorandum of association and the substitution of the objects clause set out in the printed document marked "A" attached hereto;
- (2) the authorised share capital of the company be increased by £2,300,000,000 to £2,300,000,100 by the creation of an additional 2,300,000,000 shares of £1 each ranking *pari passu* in all respects as one class of shares with the existing shares in the capital of the company; and
- (3) the directors be generally and unconditionally authorised for the purposes of section 80 of the Companies Act 1985 to allot, or to grant any right to subscribe for or to convert any security into, shares in the company up to a maximum nominal amount of £2,300,000,100 at any time or times during the period from the date of the passing of this resolution up to and including 21st September, 2009 on which date the authority given by this resolution shall expire and such authority shall allow the company to make an offer or agreement before the expiry of the authority which would or might require shares to be allotted, or rights to subscribe for or to convert any security into shares to be granted, after the expiry of the authority. All previous authorities under section 80 of the Companies Act 1985 shall cease to have effect.


for Alnery Incorporations
No. 1 Limited (sole member)

Date: 21 September, 2004

