

THE COMPANIES ACTS 1985 AND 1989

PRIVATE LIMITED COMPANY

WRITTEN RESOLUTION

OF

SCIRIUS LIMITED (the "Company")

I, the undersigned, being all the sole member of the Company who would, at the date of this resolution, have been entitled to attend and vote at a general meeting of the Company, hereby unanimously pass the following resolution, in accordance with regulation 53 of Table A in the Schedule to the Companies (Tables A to F) Regulations 1985 as amended by the Companies (Tables A to F) (Amendment) Regulations 1985 which is embodied and incorporated in the Company's articles of association and article 9 (iv) of the Company's articles of association, as a written resolution of the Company, resolution 1 below having effect as a special resolution of the Company, and agree that such resolution shall be as valid and effective as if it had been passed at a general meeting of the Company duly convened and held

SPECIAL RESOLUTION

- 1 THAT pursuant to section 9 of the Companies Act 1985 the articles of association of the Company be altered by deleting the existing article 4 and replacing it in its entirety with the following new article 4 -

"Allotment of Shares

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- (i) Subject to the provisions of the Act and without prejudice to any rights attached to any existing shares, no share may be issued by the Company except as the Company may by ordinary resolution determine Regulation 2 of table A shall be amended accordingly
- (ii) Subject to the provisions of the Act, no shares may be issued which are to be redeemed or liable to be redeemed at the option of the Company or the holder of such shares except on such terms as the Company may by ordinary resolution determine Regulation 3 of Table A shall be amended accordingly
- (iii) Notwithstanding any provisions of either the Act or the Companies Act 2006, the directors of the Company shall have no power to issues any shares in the capital of the Company (whether redeemable or not) unless the Company by ordinary resolution so directs and Regulations 2,3 and 70 of Table A shall be amended accordingly "

Shareholder

Fabio Bolognese
1 Rue des Coquelicots
13000 WAVRE
BELGIUM

Signature of Shareholder



Date

2 August 2007

