

THE COMPANIES ACTS 1985 AND 1989

PRIVATE LIMITED COMPANY

**WRITTEN RESOLUTION
OF
SCIRIUS LIMITED (the "Company")**

I, the undersigned, being 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 inserting the following new Article 12a after the existing Article 12 -

"12 a The Appointment and Removal of Directors

Notwithstanding any other provisions of these articles and without prejudice to the powers of the Company under Section 303 of the Companies Act 1985 but by way of addition and alternative thereto so long as Fabio Bolognese is a holder of any share in the issued share capital of the Company he may at any time or from time to time appoint any person as a director of the Company either as an additional director or to fill a vacancy and remove from office any persons who are directors howsoever appointed Any such appointments or removals shall be effected by notice in writing to the Company executed by or on behalf of the member Any such notice of appointment or removal shall take effect when the notice effecting the same is either delivered to the registered office or to the secretary or is produced at a meeting of directors Any such removal shall be without prejudice to any claim which a director may have under any contract between him and the Company subject to the provisions of Section 319 of the Companies Act 1985 "

Shareholder

Signature of Shareholder

Date

Fabio Bolognese
1 Rue des Coquelicots
13000 WAVRE
BELGIUM



2 August

2007



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06/08/2007

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COMPANIES HOUSE