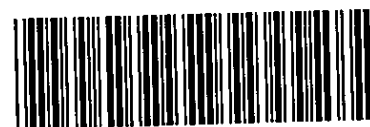


THE COMPANIES ACT 1985
PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTIONS
OF
Beach Mezzanine Limited
(the Company)

SATURDAY



A14 *AG7BMOBT* 745
31/03/2007
COMPANIES HOUSE

Pursuant to section 381A of the Companies Act 1985

We, the undersigned, being the sole member of the Company who at the date of this resolution is entitled to attend and vote at a general meeting of the Company **hereby pass** pursuant to section 381A of the Companies Act 1985 (the **Act**) the written resolutions numbered 1 and 2 and agree that such resolutions shall be as valid and effective as if passed at a general meeting of the Company duly convened and held and, in accordance with schedule 15A of the Act, having been supplied with a copy of the statutory declarations made pursuant to section 155 of the Act and the auditor's report annexed thereto, we **hereby pass** pursuant to section 381A of the Act the written resolutions numbered 3 and 4 and agree that such resolutions shall be as valid and effective as if passed at a general meeting of the Company duly convened and held

- 1 **that** it was in the best interests of the Company's business and to the commercial benefit and advantage of the Company to enter into the transactions and grant any guarantees and/or security contemplated by the documents listed below (the **Documents**) and that the Company should approve and enter into the Documents being

- 1 1 a facilities agreement to be entered into between (1) Dome Holdings Limited as Parent, (2) Dome Bidco Limited as Original Borrower, (3) the Company and the other companies listed in part 1 of schedule 1 thereto as Original Guarantors, (4) The Governor and Company of the Bank of Scotland (the **Bank**) as Arranger, (5) the financial institutions listed in part 2 of schedule 1 thereto as Original Lenders, (6) the Bank as Facility Agent, (7) the Bank as Security Agent, and (8) the Bank as Issuing Bank (the **Opco Facilities Agreement**),

- 1 2 a certificate signed by a director of the Company containing various certifications required pursuant to the Opco Facilities Agreement including a list of the authorised signatories of the Company together with a specimen of each authorised signature (the **Opco Formalities Certificate**),

- 1 3 the transaction security documents listed in the schedule to part 1 of schedule 2 of the Opco Facilities Agreement to which the Company is party (the **Opco Transaction Security Documents**),

- 1 4 an accession letter addressed by the Company to the Bank as Facility Agent under the Opco Facilities Agreement (the **Opco Accession Letter**) pursuant to which the Company accedes as Guarantor to the Opco Facilities Agreement and as an Obligor to an intercreditor deed to be made between (1) the company listed in part 1 of schedule 1 thereto as Original Borrower, (2) the parties listed in part 2 of schedule 1 thereto as Original Guarantors, (3) the parties listed in part 3 of schedule 1 thereto as Intra-Group Creditors, (4) the financial institutions listed in part 4 of schedule 1 thereto as Senior Lenders, (5) the companies listed in part 5 of schedule 1 thereto as Holdcos, (6) the

Persons listed in Part 6 of Schedule 1 as Managers, (7) the Bank as Facility Agent, (8) the Bank as Security Agent and (9) the Hedging Counterparties (the **Intercreditor Deed**),

1 5 an accession deed to be entered into between (1) the Bank as facility agent and (2) the Company as an obligor (the **Opco Subordination Deed Accession Letter**) pursuant to which the company will accede to a subordination deed to be entered into between (1) the Bank as Facility Agent, (2) the Bank as Security Agent, (3) the entities listed in part 1 of schedule 1 thereto as Junior Creditors, and (4) the Company and the other entities listed in part 2 of schedule 1 thereto as Obligors (the **Opco Subordination Deed**),

1 6 an accession deed to be entered into between (1) the Bank as facility agent and (2) the Company as the new junior creditor (the **Propco Subordination Accession Deed**) pursuant to which the Company will accede to a subordination deed to be entered into between (1) the Bank as facility agent, (2) the Bank as security agent, (3) the Company and the other entities listed in part 1 of schedule 1 thereto as junior creditors, and (4) the entities listed in part 2 of schedule 1 thereto as obligors (the **Propco Subordination Deed**),

1 7 an intragroup loan facility to be entered into between (1) the Company and the other companies listed in the schedule thereto as borrowers, and (2) the Company and the other companies listed in the schedule thereto as lenders (the **Intragroup Loan Facility**),

1 8 an intercompany loan agreement to be entered into between (1) Park Resorts Limited, GB Holiday Parks Limited, Park Resorts UK Limited and Valley Farm Camping Grounds Limited as lenders, and (2) the Company as borrower (the **BML Intercompany Loan Agreement**), and

1 9 all and any documents ancillary to the documents listed above or the transactions thereby contemplated (the **Ancillary Documents**)

2 that the approval for the Company to enter into the Documents be given

3 that subject to compliance with section 155 to 158 of the Act, the giving of financial assistance by the Company and GB Holiday Parks (Holdings) Limited, GB Holiday Parks Limited, Church Point (Leisure) Limited, Park Resorts Holdings Limited, Park Resorts Limited, Valley Farm Camping Ground Limited, Park Resorts UK Limited and Park Resorts Transport Limited (the **Subsidiaries**) each being a subsidiary of the Company, as described in sections 151(1) and (2) of the Act

3 1 in connection with the acquisition of shares in the Park Resorts Group Limited, and

3 2 in connection with the reducing and discharging of liabilities incurred in relation to the acquisition of shares in GB Holiday Parks Holdings Limited and Park Resorts Holdings Limited in November 2004 (where relevant),

be and is hereby approved

4 that the terms of, the transactions contemplated by and the execution, delivery and performance by the Company and the Subsidiaries of (and the payment by the Company or the Subsidiaries of any costs or fees under or in connection with) each of the Documents (to which it is a party), be approved, although the execution, delivery and

performance of each of the Documents may constitute financial assistance as described in sections 151(1) and (2) of the Act

A handwritten signature in black ink, consisting of a series of loops and a long horizontal stroke.

For and on behalf of Beach Finance Bond Limited

Date *21 March* 2007