

Form of written resolution under Companies Act 2006:

Company number: 5244306

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION
of

COUNTY HEATING MAINTENANCE HOLDINGS LIMITED (Company)

15 December
~~NOVEMBER~~ 2008

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolution is passed as a special resolution (**Resolution**).

SPECIAL RESOLUTION

Following the resignation of Brian David Harris as a B Director of the Company, all the undersigned members hereby agree to:

- (a) the holding of a Board Meeting of the Company with the quorum requirement only being 1 B Director and 1 A Director notwithstanding the existing quorum requirements are 2 B Directors and 1 other director under the current articles of association adopted on 22 December 2004 and the pursuant to the Shareholders Agreement dated 22 December 2004 and made between Stephen Lawrence Kirk, Pauline Kirk and Brian John Matthews (1), Robin Hilary Booker and Brian David Harris (2), County Heating Maintenance Holdings Limited Employee Benefit Trust (3) and County Heating Maintenance Holdings Limited; and
- (b) such board meeting shall be validly constituted and the resolutions passed thereat valid.

AGREEMENT

Please read the notes at the end of this document before signifying your agreement to the Resolution.

The undersigned, a person entitled to vote on the Resolution on November 2008, hereby irrevocably agrees to the Resolution:

Signed by STEPHEN LAWRENCE KIRK

Date



.....*11th November 2008*.....

Signed by PAULINE KIRK

Date



.....*11th November 2008*.....

WEDNESDAY



ABULO6WQ

A52

28/01/2009

426

COMPANIES HOUSE

Signed by BRIAN JOHN MATTHEWS
Date

B J Matthews by his agency
11th December 2008 ✓ *Booker*

Signed by ROBIN HILARY BOOKER
Date

RB

Signed by BRIAN DAVID HARRIS
Date

Signed by COUNTY HEATING
MAINTENANCE HOLDINGS LIMITED
EMPLOYEE BENEFIT TRUST
Date

CHM

Signed by COUNTY HEATING
MAINTENANCE HOLDINGS LIMITED
Date

CHM

Signed by MARK MINGO
Date

M Mingo

Signed by SIMON MATTHEWS
Date

S Matthews

NOTES

1. If you agree with the Resolution, please indicate your agreement by signing and dating this document where indicated above and returning the signed version either by hand or by post to Mr Robin Booker, County Heating Maintenance Holdings Limited, Unit 2 Callywith Gate Industrial Estate, Launceston Road, Bodmin, Cornwall PL31 2RQ with a copy by e-mail to Richard.Mullett@thelegalpartners.com. You may not return the Resolution to the Company by any other method. If you do not agree to the Resolution, you do not need to do anything: you will not be deemed to agree if you fail to reply.
2. Once you have indicated your agreement to the Resolution, you may not revoke your agreement.
3. Unless, by December 2008, sufficient agreement has been received for the Resolution to pass, it will lapse. If you agree to the Resolution, please ensure that your agreement reaches us before or during this date.

Signed by BRIAN JOHN MATTHEWS

Date

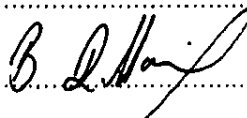
Signed by ROBIN HILARY BOOKER

Date

Signed by BRIAN DAVID HARRIS

Date

PLEASE DATE



Signed by COUNTY HEATING
MAINTENANCE HOLDINGS LIMITED
EMPLOYEE BENEFIT TRUST

Date

Signed by COUNTY HEATING
MAINTENANCE HOLDINGS LIMITED

Date

Signed by MARK MINGO

Date

Signed by SIMON MATTHEWS

Date

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Signed by BRIAN JOHN MATTHEWS
Date

B J Matthews by his attorney
11th December 2008 *[Signature]*

Signed by ROBIN HILARY BOOKER
Date

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Signed by BRIAN DAVID HARRIS
Date

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Signed by COUNTY HEATING
MAINTENANCE HOLDINGS LIMITED
EMPLOYEE BENEFIT TRUST
Date

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Signed by COUNTY HEATING
MAINTENANCE HOLDINGS LIMITED
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Signed by MARK MINGO
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Signed by SIMON MATTHEWS
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