

The Companies Act 1985

Company limited by shares

Mayfair International Events (UK) Limited

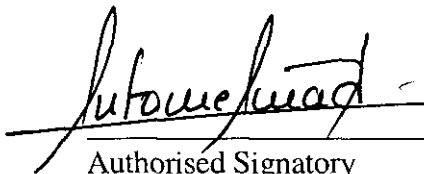
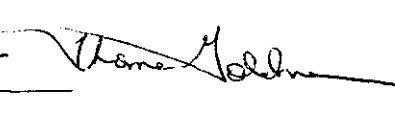
Resolutions in writing of the members of the company passed in accordance with the articles of association of the company

We, the undersigned, being all the members of the company entitled to attend and vote at the extraordinary general meeting of the company **resolve** as follows:

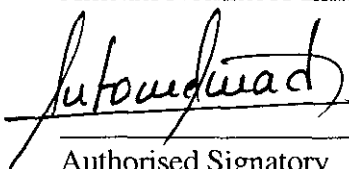
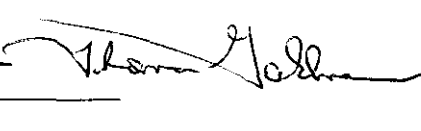
Elective resolutions

1. **That** in accordance with section 366A of the Companies Act 1985 (the "Act") the company shall dispense with the holding of annual general meetings.
2. **That** in accordance with section 252 of the Act the company shall dispense with the laying of accounts and reports before the company in general meeting.
3. **That** in accordance with section 386 of the Act the company shall dispense with the obligation to appoint auditors annually.

Dated: 3rd December 2004

Authorised Signatory
Amsam Nominees Limited

Authorised Signatory
Etive Holdings Limited

