

## WRITTEN RESOLUTIONS

(to be registered at Companies House within 14 Days)

Company Number: 5332807

### ELECTIVE RESOLUTIONS OF: MANZANILLA FIFTEEN LIMITED

In accordance with The Companies Act 1985 Sections 379A and 381A, we, being every member entitled to attend general meetings and vote, hereby passed the following resolutions on 4<sup>th</sup> February 2005.

#### ACCOUNTS

##### THE COMPANIES ACT 1985 SECTION 252

IT IS RESOLVED to elect to dispense with laying of accounts and reports before a general meeting in respect of the current and future financial years.

It is noted that it is necessary to forward a copy of the financial statements for each accounting period, as approved by the Directors, to each of the shareholders.

#### ANNUAL GENERAL MEETINGS

##### THE COMPANIES ACT 1985 SECTION 366A

IT IS RESOLVED to elect to dispense with holding annual general meetings.

An annual general meeting will not be held this year or for subsequent years unless required by a member of the company in the prescribed manner. Such a meeting would not cause this election to cease to have effect in subsequent years.

#### AUDIT


##### THE COMPANIES ACT 1985 SECTION 386

IT IS RESOLVED to elect to dispense with the obligation to appoint auditors annually.

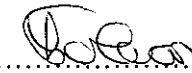
It is further noted that the dispensation of an audit is dependent on the company fulfilling the criteria of a "small company".



Authorised Signatory, on behalf of Bachmann Alpha Limited



Authorised Signatory, on behalf of Bachmann Beta Limited



Authorised Signatory, on behalf of Bachmann Gamma Limited



Authorised Signatory, on behalf of Bachmann Delta Limited

