

Company No 05440460

THE COMPANIES ACT 2006
PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION of
RUBBER DUCK ENTERTAINMENT LIMITED
(the "Company")

13 December 2012

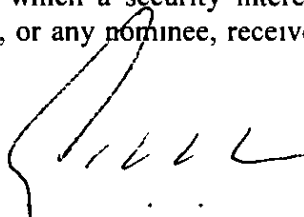
The following written resolution of the members of the Company was passed as a special resolution on the Company pursuant to Part 13, Chapter 2 Companies Act 2006

- 1 THAT the Company's articles of association be and are hereby amended by the addition of the following as a new article

"Notwithstanding anything contained in these Articles, the Company and the directors shall not be entitled to exercise any lien which the Company otherwise has in respect of any shares in the Company which are

- (i) transferred to a Secured Institution,
- (ii) delivered to the Company for registration by a Secured Institution in order to perfect its security over the shares, or
- (iii) executed by a Secured Institution pursuant to the power of sale or otherwise under such security,

For the purposes of this Article "Secured Institution" means any bank or financial institution to which a security interest has been granted over the shares in the Company, or any nominee, receiver or other entity acting on its behalf "



Director



RM "R1NZDGRN" 17/12/2012 #101
COMPANIES HOUSE