

Written Record – 15 February 2006

**RWH (Bluebird) Limited
Company Number 5527054**

Written Record pursuant to Section 382B of the Companies Act 1985 of decisions of the sole member of the Company on the above date having effect as if passed by the Company in general meeting as ordinary resolutions and special resolutions (as appropriate).

SPECIAL RESOLUTIONS

1. THAT the allotment by the Company on 31 October 2005 of 999,000 shares to the sole member of the Company (without the passing of the required special resolutions and ordinary resolutions to increase the authorised share capital and give the directors the requisite authority to allot the shares) be and is hereby ratified and confirmed for all purposes.
2. THAT clause 5 of the Memorandum of Association of the Company be and is hereby amended to read as follows:

“The Company’s share capital is 5,000,000 divided into 5,000,000 shares of £1 each.”

ORDINARY RESOLUTIONS

3. THAT the authorised share capital of the Company be increased from £1,000 to £5,000,000 by the creation of an additional 4,999,000 ordinary shares of £1 each, such shares having the rights and being subject to the limitations set out in the Articles of Association of the Company and each share ranking pari passu in all respects with the existing ordinary shares in the capital of the Company.
4. THAT the directors of the Company be and are hereby generally and unconditionally authorised for the purposes of section 80 of the Companies Act 1985 (the “Act”) to exercise all powers of the Company to offer, allot, grant rights to subscribe for or to convert, or otherwise dispose of relevant securities (as defined in section 80(2) of the Act) at such times and on such terms as they think fit (including the allotment ratified at paragraph 1 above) provided that the authority conferred by this resolution:
 - (a) shall be limited to a maximum of relevant securities equal in nominal value to the amount of authorised but unissued share capital at the date of the passing of this resolution; and
 - (b) shall unless revoked or varied expire on the fifth anniversary of the date on which this resolution was passed but without prejudice to any offer or agreement made before that anniversary which would or might require relevant securities to be allotted after such anniversary.

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For and on behalf of Robinson Webster (Holdings) Limited