

Company number 5552906

THE COMPANIES ACT 1985

AND

THE COMPANIES ACT 1989

COMPANY LIMITED BY SHARES

ELECTIVE RESOLUTIONS

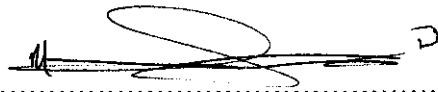
OF

CMC GROUP LIMITED

Passed this 20th day of December 2006

At the annual general meeting of the above named Company, duly convened and held at 66 Prescot Street, London, E1 8HG on 20th December 2006 at 10.00 a.m./p.m., the following resolutions were proposed and passed as ELECTIVE RESOLUTIONS:-

- 1 That, pursuant to Section 366A of the Companies Act 1985, the Company hereby elects to dispense with the holding of an annual general meeting in 2007 and in each subsequent year.
- 2 That, pursuant to Section 252 of the Companies Act 1985, the Company hereby elects to dispense with the laying of accounts and reports before the Company in general meeting in respect of the period ending 31 March 2007 and subsequent years.
- 3 That, pursuant to Section 386 of the Companies Act 1985, the Company hereby elects to dispense with the obligation to appoint auditors annually.
- 4 That, pursuant to Section 80A of the Companies Act 1985, the Company hereby elects that the provisions of Section 80A shall apply to the Company and the directors' authority to allot relevant securities shall extend to all relevant securities of the Company which are at the time of the passing of this resolution unissued. The general authority is given for an indefinite period.


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Secretary

Date: 20th December 2006

WEDNESDAY



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COMPANIES HOUSE