

GUIDEBROOK LIMITED

Company number 5601531

MEMBERS' WRITTEN RESOLUTIONS

ORDINARY RESOLUTION

THAT the authorised share capital of the company be increased to a total of £20,000,000 (divided into 20,000,000 ordinary shares of £1 each) by the creation of 19,999,000 new ordinary shares of £1 ranking pari passu in all respects with the existing ordinary shares

ELECTIVE RESOLUTIONS

THAT:

- 1 The company dispense with the laying of reports and accounts before General Meetings
- 2 The company dispense with the holding of Annual General Meetings
- 3 The company dispense with the appointment of auditors annually

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I CERTIFY that the foregoing is a true copy of the ordinary and elective resolutions passed in the form of written resolutions by all of the members of the above-named company on 30th November 2005

Dated: 30th November 2005

Signed:  X

P M Brown : Secretary

