

Company No. 5635505

THE COMPANIES ACT 1985  
COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

OF

GARBOL LIMITED

I, the undersigned, being the sole member of the above-named Company for the time being entitled to receive notice of, attend and vote at general meetings of the Company hereby pass the following resolutions and agree that the said resolutions shall have effect as a written resolution of the Company in accordance with the provisions of regulation 53 of Table A (as adopted pursuant to the articles of association of the Company) and accordingly shall for all purposes be as valid and effective as if the same had been passed as ordinary and special resolutions at a general meeting of the Company duly convened and held:

ORDINARY RESOLUTIONS

1. THAT the issued share capital of the Company comprising a single ordinary share of £1 be redesignated as an A Ordinary Share of £1 (having the rights and being subject to the obligations attaching to such shares as set out in the Articles of Association to be adopted pursuant to resolution 5 below).
2. THAT the authorised share capital of the company be increased from £100 to £5,489,283 by the creation of 4,734,027 Preference Shares of £1 each, 47,289 non-voting ordinary shares of £1 each, 386,714 A ordinary shares of £1 each, 257,807 B ordinary shares of £1 each and 63,346 C ordinary shares of £1 each (each having the rights and being subject to the obligations attaching to such shares as set out in the Articles of Association to be adopted pursuant to resolution 5 below)
3. THAT the directors be and they are generally and unconditionally authorised for the purposes of Section 80 of the Companies Act 1985 to exercise all powers of the Company to allot relevant securities (within the meaning of that section) up to an aggregate nominal amount of £5,489,283 provided that this authority is for a period expiring five years from the date of this Resolution.

SPECIAL RESOLUTIONS

4. THAT subject to the passing of resolutions 2 and 3 above the directors be empowered pursuant to Section 95 of the Companies Act 1985 until the Company's next annual general meeting to allot or agree to allot equity securities pursuant to the authority conferred by resolution 3 above as if Section 89(1) of the Companies Act 1985 did not apply to any such allotment.
5. THAT the Articles of Association of the Company annexed to this written resolution be forthwith adopted in substitution for the existing Articles of Association of the Company.

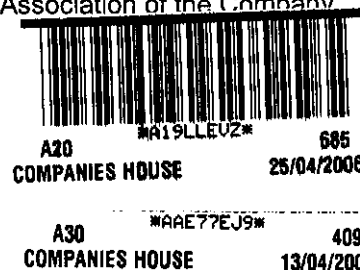
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Date: 12.4.06

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**MICHAEL MORRIS**

Date: ..... 11 April 2006 .....