

Company No: 5704323

THE COMPANIES ACTS 1985 to 1989
PRIVATE COMPANY LIMITED BY SHARES

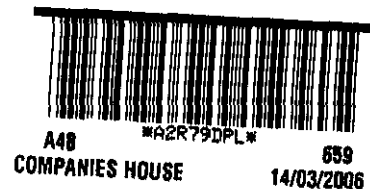
WRITTEN RESOLUTION

- of -

THE MEMBERS OF

EPIC (GENERAL PARTNER CRAVEN HILL) LIMITED

(the "Company")



Dated this 6TH day of MARCH 2006

(Passed in accordance with section 381A of the Companies Act 1985)

We, the undersigned, being all the members of the Company **HEREBY PASS** the following resolution as a Special Resolution:

SPECIAL RESOLUTION

That the articles of association of the Company be amended with immediate effect so that article 5 reads as follows:

"5. Transfer of Shares

- 5.1 Any instrument of transfer in respect of the first transfer of any shares issued on the incorporation of the Company need only be executed by or on behalf of the transferor whether or not fully paid. Regulation 23 of Table A shall be modified accordingly.
- 5.2 Notwithstanding anything otherwise provided in these articles (whether by way of or in relation to pre-emption rights, restrictions on or conditions applicable to share transfers, or otherwise), the directors shall not decline to register any transfer of shares nor suspend registration thereof:
- (a) where such transfer is in favour of a bank, lender or other financial institution or any nominee thereof and the transfer is as contemplated by, or pursuant to, any mortgage or charge of shares or any call or other share option granted in favour of the relevant bank, lender or financial institution; or
 - (b) where such transfer is by or on behalf of a bank, lender or other financial institution or any nominee thereof (whether by a receiver, any delegate or sub-delegate of the party to whom such security has been granted or otherwise) in favour of any third party upon disposal or realisation of shares following the bank, lender or other financial

institution having become entitled to exercise or enforce its rights under any such mortgage, charge and/or call or other option

and a certificate by any officer of the bank that the relevant transfer is within paragraph (a) or (b) above shall be conclusive evidence of that fact."

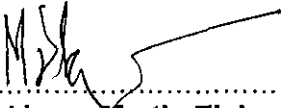
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For and on behalf of the
Public Institution for Social Security

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Michael Isaac Martin Elghanayan

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**For and on behalf of the
Public Institution for Social Security**


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Michael Isaac Martin Elghanayan