
WRG OPERATIONS 2 LIMITED
(Company Number 5719062)
(the "Company")

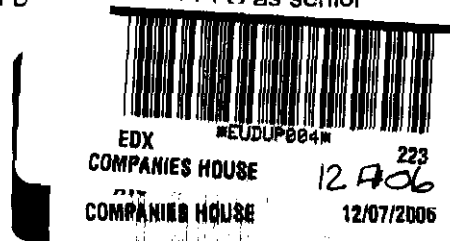
**Written resolution pursuant to the Company's articles
of association**

We, being all of the members of the Company who at the date of this resolution would be entitled to receive notice of and to attend and vote at general meetings of the Company, declare that the following resolution shall be for all purposes valid and effective as if the same had been passed at a general meeting of the Company duly convened and held.

RESOLUTION

WE RESOLVE THAT:


1. the articles of association attached to this Resolution be and are hereby approved and adopted as the articles of association of the Company in substitution for and to the exclusion of all existing articles of association thereof;
2. the terms of and the transactions contemplated by:
 - (A) the Second Lien Floating Rate Note Supplemental Indenture to be dated on or about 18 April 2006 between WRG Acquisitions PLC, the Company and The Bank of New York as trustee;
 - (B) the High Yield Bond Supplemental Indenture to be dated on or about 18 April 2006 between WRG Finance PLC, the Company and The Bank of New York as trustee;
 - (C) the Second Ranking Debenture to be entered into on or about 18 April 2006 between the Company and The Bank of New York as trustee;
 - (D) the Accession Agreement to the Senior Credit Facilities Agreement to be entered into on or about 18 April 2006 between the Company and Barclays Bank PLC as facility agent;
 - (E) the Third Stage Debenture to be entered into on or about 18 April 2006 between the Company and Barclays Bank PLC as security agent;
 - (F) the Accession Deed relating to the Intercreditor Deed, to be entered into on or about 18 April 2006 between the Company and Barclays Bank PLC as senior security agent;



together, the "Documents"), are to the corporate benefit of the Company and be and
are hereby approved; and

3. the Company be and is hereby instructed and authorised to execute the Documents
subject to such amendments as the board of directors of the Company in their discretion
see fit.

DATED: 18 April 2006



For and on behalf of WRG Operations 1 Limited

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