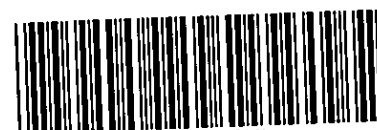


Company no.: 05831018

MITRE CAPITAL PARTNERS LIMITED

RESOLUTIONS OF SOLE DIRECTOR

FRIDAY



A22 *A6USK00Y* 13/04/2007 240
COMPANIES HOUSE

On 12 April 2007 the following resolutions were duly passed -

- 1 **IT WAS RESOLVED** that Stan Annison, having consented to act, be appointed as secretary of the Company in place of Dechert Secretaries Limited whose resignation was accepted to take effect immediately following the passing of these resolutions and the completion of a form 288b notifying Companies House of the resignation of Dechert Secretaries Limited as secretary of the Company
- 2 **IT WAS RESOLVED** that the following persons, having consented to act, be appointed as additional directors of the Company with immediate effect

Stan Annison
Martin Alexander Schuler
- 3 **IT WAS NOTED** that Dechert Nominees Limited resigned as a director of the Company to take effect immediately following the passing of these resolutions and completion of a form 288b notifying Companies House of the resignation of Dechert Nominees Limited as a director of the Company and forms 288a notifying Companies House of the new directors of the Company pursuant to resolution 2 above
- 4 **IT WAS RESOLVED** that the registered office of the Company be changed to The Coach House, Fulshaw Hall, Alderley Road, Wilmslow, Cheshire, SK9 1RL and that the register of members, the register of directors' interests and the copies or memoranda of directors' service agreements referred to in section 318 of the Companies Act 1985 be kept there
- 5 It was noted that in relation to the transfer referred to below the stock transfer form was pre-stamped for stamp duty purposes and the transferee has agreed to assume the transferor's liability under its undertaking to the company to pay £1 cash for the subscriber share and indemnify Dechert Nominees Limited accordingly and, on this basis **IT WAS RESOLVED** that the under-mentioned share transfer be approved and registered, the execution of a share certificate in the name of the transferee be authorised and the name of the transferee be entered in the register of members in respect of the transferred share -

<u>Name of Transferor</u>	<u>Name of Transferee</u>	<u>Number of Shares</u>
Dechert Nominees Limited	Lanebridge Securities Limited	1

- 12 **IT WAS RESOLVED** that the register of directors' interests in shares and debentures of the Company be kept at the registered office of the Company and the company secretary was directed to ask each of the directors to supply the appropriate information and to record it in the register to be kept by the Company
- 13 **IT WAS RESOLVED** that the company secretary be instructed to prepare and file at the Companies Registry Companies Forms 288(a) and 288(b) and 287 relating to the above matters

A handwritten signature in black ink, appearing to be 'J. A. V. M.', is written over a horizontal line.

For and on behalf of
Dechert Nominees Limited