

Registered Number: 5841596

THE COMPANIES ACTS

DARWIN BOND LIMITED

PRIVATE COMPANY LIMITED BY SHARES

**SOLE SHAREHOLDER'S WRITTEN RESOLUTIONS
PURSUANT TO SECTION 381A
COMPANIES ACT 1985**

We, the undersigned, being the sole member of the Company who, at the date of this resolution, are entitled to attend and vote at a general meeting of the Company HEREBY RESOLVE in writing pursuant to section 381A of the Companies Act 1985 as follows:

1. That the authorised share capital of the Company be increased from £100 to £912,700 by the creation of 912,600 ordinary shares of £1 each of the Company.
2. That the directors be and they are hereby generally and unconditionally authorised to exercise all the powers of the Company to allot relevant securities (within the meaning of section 80 Companies Act 1985) up to an aggregate nominal amount of £912,700 provided that this authority shall expire (unless previously renewed, varied or revoked by the Company in general meeting) on 27 July 2011 save that the Company may before such expiry make an offer or agreement which would or might require relevant securities to be allotted after such expiry and the directors may allot relevant securities in pursuance of such offer or agreement as if the authority conferred hereby had not expired.
3. That, the directors be and they are hereby empowered pursuant to section 95 Companies Act 1985 to allot equity securities (within the meaning of section 94 Companies Act 1985) pursuant to the authority conferred by resolution 2 as if section 89(1) Companies Act 1985 did not apply to any such allotment provided that this power shall be limited to the allotment of equity securities up to an aggregate nominal amount of £912,700 and shall expire on 27 July 2011 save that the Company may before such expiry make an offer or agreement which would or might require equity securities to be allotted after such expiry and the directors may allot equity securities in pursuance of such offer or agreement as if the power conferred hereby had not expired.

Date 27 July 2006

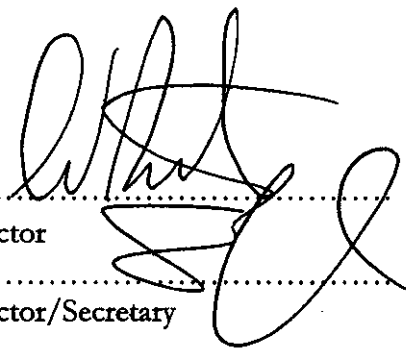


Signed for and on behalf of
DARWIN EQUITY LIMITED
acting by:

)
)
)
)

.....
Director

.....
Director/Secretary

A large, stylized handwritten signature in black ink, written over two dotted lines. The signature is cursive and appears to be a single continuous stroke.