

**THE COMPANIES ACT 1985 - 1989**  
**COMPANY LIMITED BY SHARES**  
**TAYVIN 360 LIMITED (the "Company")**  
**(COMPANY NO.05861009)**

The undernoted Resolution was duly approved as a Special Resolution of the Company by Written Resolution on the 2<sup>nd</sup> day of April 2007, viz -

Special Resolution

"THAT -


subject to compliance with Sections 155 to 158 inclusive of the Companies Act 1985 ("the Act"), the giving of financial assistance (within the meaning of Section 152 of the Act) by the Company constituted by the entering into and/or granting of, and/or the performance of the obligations under -

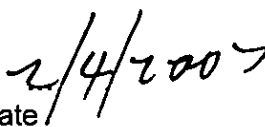
(b) a hive up agreement between the Company and The Capital Pub Company Limited (Registered Number 4119367) ("**CPC**") in respect of the transfer of the Business (as defined therein) of the Company, and

(b) a TR1 transfer form to be signed by the Company in respect of the transfer of the heritable property owned by the Company in favour of CPC,

be and is hereby authorised and approved "

CERTIFIED A TRUE COPY

  
Director, for and on behalf of,  
Tayvin 360 Limited

  
Date

