

Company No. 05879286

THE COMPANIES ACT 2006

Certified

Sc Pfeil
Signed: Director/Secretary

PRIVATE COMPANY LIMITED BY SHARES

RESOLUTION IN WRITING

of

ALL3MEDIA CAPITAL LIMITED

(the "Company")

We, being the sole eligible member who at the circulation date of this resolution would have been entitled to vote on the resolution, RESOLVE, in accordance with Chapter 2, Part 13 of the Companies Act 2006, to pass the following resolution which has been proposed as a special resolution.

SPECIAL RESOLUTION

That the board of directors be and is hereby granted the authority in accordance with s175(5)(a) of the Companies Act 2006 to authorise with effect from 1 October 2008, on such terms as it thinks fit, any matter proposed to it which would, if not so authorised, involve a breach of duty by a director under section 175 of the Companies Act 2006. The board may vary or terminate any such authorisation at any time.

Signed *Sc Pfeil*

By:

For and on behalf of All3Media Holdings Limited

Dated: *27/11/08*.

WEDNESDAY



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11/02/2009

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COMPANIES HOUSE