

PROFESSIONAL MARKETING CONSULTANTS LIMITED –
10 WELLINGTON STREET
CAMBRIDGE
CB1 1HW
Company No. 5946784

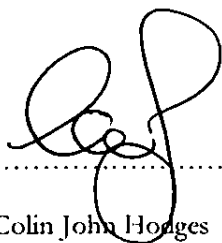
TO WHOM IT MAY CONCERN

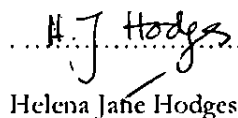
**SOLVENCY STATEMENT MADE IN ACCORDANCE WITH SECTIONS 642(1)(A)
AND 643 COMPANIES ACT 2006**

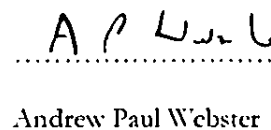
The Company is considering reducing its issued share capital under the provisions of sections 641 (1) a and (2) and 642 to 644 Companies Act 2006 supported by directors' solvency statement.

We being all the directors of Professional Marketing Consultants Limited ("the Company") make this prescribed solvency statement and confirm that each of us have formed the opinion that

- at the date of this statement there are no grounds on which the Company could be found to be unable to pay its debts; and
- if it is intended to commence a winding-up at any time in the 12 months following this statement, the Company will be able to pay its debts within 12 months of the commencement of the winding up; and in any other case, the Company will be able to pay its debts within the year following the date of the solvency statement.


Colin John Hodges


Helena Jane Hodges


Andrew Paul Webster

Dated 10th February 2009

FRIDAY



A03 *ASFMW7QW* 27/02/2009 190
COMPANIES HOUSE

RST

Company number 4575530

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

of

THOMAS & HOLLOWAY LIMITED (Company)

16.02

2009

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that resolutions 1 to 4 below are passed as special resolution (**together Special Resolutions**).

SPECIAL RESOLUTIONS

1. "The terms of the SPA between the Company, Mr Thomas, Mrs Thomas, Mr Holloway and Mrs Holloway for the purchase by the Company of 35 ordinary shares of £1.00 each of the Company, from the Vendors, as set out in the draft contract produced to the meeting and signed by the Chairperson of the meeting for the purposes of identification, and attached hereto, be approved and the Company be authorised to enter into the SPA."
2. "The payment by the Company out of distributable profit of the sum of £94,500 for the purchase and cancellation of its own shares pursuant to the SPA, be approved and the Company be authorised to complete and file the draft Form 122 produced to the meeting, and attached hereto."
3. "We refer to the proposed purchase of shares in the Company by the Company. We being shareholders of the Company and being entitled to certain pre-emption rights in respect of the shares to be transferred to the Company, pursuant to article 7 of the Companies Articles of Association, hereby confirm that we waive all such pre-emption rights as we may have in respect of this proposed transfer."

AGREEMENT


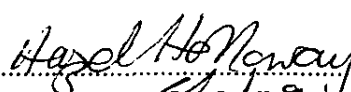
The undersigned, a person entitled to vote on the above resolutions on 16.02.09 2009 irrevocably agrees to the Special Resolutions:

Signed by Barry Holloway

Date

Signed by Hazel Holloway

Date


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6/2/09.
.....

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Hazel Holloway.
6/2/09.
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