

2.
COMPANIES ACT 1985

SPECIAL RESOLUTION

OF HILL & DEAN PR LIMITED

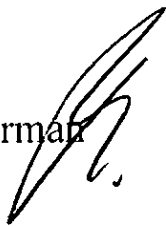
COMPANY NUMBER 6140279

Passed 16th April 2007

AT an EXTRAORDINARY GENERAL MEETING of the above named Company duly convened and held at 4 Rivers House, Fentiman Walk, Hertford, Herts SG14 1DB on the 16th day of April 2007 the following **SPECIAL RESOLUTION** was duly passed:

That the Memorandum of Association of the Company be altered with respect to the objects of the Company by adopting in substitution for and to the exclusion of the present objects clause 3(a) the new objects clause 3(a) submitted to the meeting and annexed hereto

Chairman



ASHCROFT CAMERON

4 Rivers House, Fentiman Walk, Hertford, Herts, SG14 1DB

SATURDAY



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COMPANIES HOUSE

PRIVATE COMPANY LIMITED BY SHARES

Memorandum of Association

OF

**HILL & DEAN PR
LIMITED**

(As amended by a resolution of the Company dated the 16th day of April 2007)

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- 1 The Company's name is Hill & Dean PR Limited
 - 2 The Company's Registered Office is to be situated in England & Wales
 - 3 The Company's objects are
 - (a) To carry on all or any of the businesses of a public relations consultancy and in this connection to carry on any business for profit, directly or indirectly, whether by itself and in its own name or through subsidiary, associated or allied companies or firms in the United Kingdom or elsewhere, in all or any of its branches any business, undertaking, project or enterprise of any character whether private or public and all or any trades activities and processes connected therewith or ancillary and complementary thereto and as an investment, holding and management company in all its branches and to acquire by purchase, lease, concession, grant, licence or otherwise such businesses, options, rights, privileges, lands, buildings, leases, underleases, stocks shares, debentures, debenture stock, bonds, obligations, securities reversionary interests annuities, policies of assurance and other property and rights and interests in property as the Company shall deem fit and generally to hold, manage, develop, lease sell or dispose of the same, and to vary any of the investments of the Company, to act as trustees of any deeds constituting or securing any debentures, debenture stock or other securities or obligations, to establish, carry on, develop and extend investments and holdings and to sell, dispose of or otherwise turn the same to account, and to co-ordinate the policy and administration of any companies of which this Company is a member or which are in any manner controlled by or connected with the Company, to carry on all or any of the businesses of general merchants and traders cash and credit traders, importers, exporters, designers, manufacturers, agents, representatives buyers, sellers, distributors, factors, wholesalers, retailers letters on hire and shippers of and dealers in produce products, goods, wares and merchandise and electronic, engineering, electric, industrial and agricultural equipment and items and accessories and spare parts of every description, franchise operators, to participate in, undertake, perform and carry on all kinds of commercial, industrial, trading and financial operations and enterprises, consultants, market research specialists, experts and advisers in electronic and engineering equipment of every kind, marketing and sales promotion, management, commercial social and other undertakings and pension, insurance, finance, technical, economic and financial matters to create establish and maintain an organisation for the purchase, sale, vending distribution advertising or introduction of products, merchandise, goods, wares and commodities of every description, to carry on the business of haulage and transport contractors, removers, general storekeepers and warehousemen, discount and credit traders mail order specialists, railway, shipping, forwarding agents and printers and publishers, to carry on the businesses of builders and estate agents and to acquire by purchase lease exchange or otherwise for development, investment, letting or resale land and buildings and other property of any tenure or any interest therein, and to act as merchants generally