

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

RESOLUTION IN WRITING

of the sole shareholder of

AYLESHAMHAVEN LIMITED
(the "Company")

FRIDAY



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"AK0EU0XZ"

27/06/2008

COMPANIES HOUSE

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Ayleshamcourt Limited, being the sole member of the Company who at the circulation date of this resolution is entitled to attend and vote at a general meeting of the Company, RESOLVES, in accordance with Chapter 2, Part 13 of the Companies Act 2006 to pass the following as a written resolution

SPECIAL RESOLUTION

THAT the Company's articles of association be altered by the addition of the following new article as article 8A

8A Notwithstanding anything contained in these articles, the directors shall not decline to register any transfer of shares, nor may they suspend registration thereof where such transfer

- (a) is to any bank or institution to which such shares have been charged or mortgaged by way of security, or to any nominee of such bank or institution (a "Secured Institution"),
- (b) is delivered to the Company for registration by a Secured Institution or its nominee in order to perfect its security over the shares, or
- (c) is executed by a Secured Institution or its nominee pursuant to the power of sale or other power under such security,

and furthermore notwithstanding anything to the contrary contained in these articles no transferor of any shares in the Company or proposed transferor of such shares to a Secured Institution or its nominee and no Secured Institution or its nominee shall be required to offer the shares which are or are to be the subject of any transfer aforesaid to the shareholder for the time being of the Company or any of them, and no such shareholder shall have the right under the articles or otherwise howsoever to require such shares to be transferred to them whether for consideration or not. A certificate by any official of a Secured Institution that the relevant shares are charged or mortgaged shall be conclusive evidence of that fact

SIGNATURE

Mark de Venecia

Mark de Venecia for and on behalf of Ayleshamcourt Limited

DATE

18/06/08

Notes

- 1 The circulation date of this resolution is 18 June 2008 This resolution has been sent to eligible members who would have been entitled to vote on the resolutions on this date Only such eligible members (or persons duly authorised on their behalf) should sign the resolution
- 2 An eligible member can signify its agreement to the resolution by signing the resolution and by delivering a copy of the signed resolution to an officer of the Company by hand
- 3 This resolution must be passed by 15 July 2008 If the resolution is not passed by such date it will lapse The agreement of a member to this resolution is ineffective if signified after this date