

7

**WRITTEN RESOLUTIONS OF MEMBERS PURSUANT TO S381A
COMPANIES ACT 1985**

COMPANY NUMBER: SC249022

THE COMPANIES ACT 1985

UNLIMITED COMPANY WITH A SHARE CAPITAL

WRITTEN RESOLUTIONS OF FAIRFIELDS INVESTMENTS

WRITTEN RESOLUTIONS

We, the undersigned, being the sole member of the company who, at the date of these resolutions would be entitled to attend and vote at general meetings of the company
HEREBY PASS the following resolutions and agree that the said resolutions shall, for all purposes be as valid and effective as if the same had been passed at a general meeting of the company duly convened and held:

- 1 A resolution "that the company be wound up voluntarily and that Roy Welsby of Grant Thornton UK LLP, 31 Carlton Crescent, Southampton, Hampshire SO15 2EW be appointed liquidator of the company for the purposes of the voluntary winding up".
- 2 A resolution "that the liquidator's remuneration, and fees for Grant Thornton UK LLP's tax advice, be fixed according to Grant Thornton UK LLP's time costs".
- 3 A resolution "that the liquidator be authorised to value the whole or part of the company's non-cash assets for the purpose of a distribution in specie and that he distribute such assets accordingly".



Allan Steedman
Duly authorised signatory
On behalf of Weatherbys Bank (Nominees) Limited

Date: 17th May 2006

Time: 11.22 am.



6CT 885H4FPE 0045
COMPANIES HOUSE 25/05/06