

MBM NOMINEES LIMITED

REGISTERED NUMBER: SC287471

THE COMPANIES ACTS 1985 AND 1989


WRITTEN RECORD OF MEMBERS' RESOLUTIONS

DATED: 21st July 2005

On the 21st day of July 2005, the following RESOLUTIONS IN WRITING (such Resolutions to have effect as Elective Resolutions) were duly passed by all the members of the Company entitled to attend and vote at a general meeting of the Company pursuant to section 381A, Companies Act 1985 (as amended): -

ELECTIVE RESOLUTIONS

1. That the company hereby elects pursuant to Section 252 of the Companies Act 1985 to dispense with the laying of accounts and reports before the company in general meetings.
2. That the company hereby elects pursuant to section 366A of the Companies Act 1985 to dispense with the holding of Annual General Meetings.
3. That the company hereby elects pursuant to Section 386 of the Companies Act 1985 to dispense with the obligation to appoint auditors annually and that while this election remains in force the remuneration of the auditors be fixed by the directors.



AUTHORISED SIGNATORY
FOR AND ON BEHALF OF
MBM NOMINEES LIMITED

21 JUL 2005

Dated

