

THE COMPANIES ACT 1985

COMPANY LIMITED BY SHARES

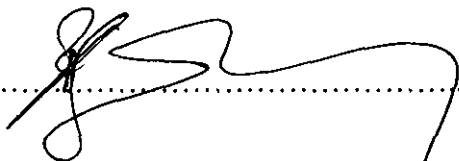
WRITTEN RESOLUTIONS

of

CAVELL HOLDINGS LIMITED
(the "Company")

We, the undersigned, being all the members of the Company entitled to attend and vote at a general meeting of the Company do **HEREBY RESOLVE**, pursuant to section 381A of the Companies Act 1985 (as amended) so that this resolution be passed as a written resolution of the Company, such resolution having effect, in accordance with that section, as if passed by the Company in general meeting, that the dividend of £125,880 to be paid to Dukes Place Investment Holdings (Bermuda) Limited proposed by the directors on 14 December 2004 be and is hereby approved.

Signed by Robert Lynam Barclay



Signed by Kenneth Edward Randall
for and on behalf of
Dukes Place Investment Holdings (Bermuda) Limited

.....

Dated: 14 December 2004

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COMPANY LIMITED BY SHARES

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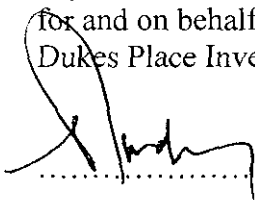
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