

WRITTEN RESOLUTION OF MEMBERS IN LIEU OF A MEETING PURSUANT TO

COMPANIES ACT 2006, S.288

THE COMPANIES ACT 1985 to 2006

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION OF

RATTNER MACKENZIE LIMITED

We, the undersigned, being the sole member of the Company who, at the date of this resolution, would be entitled to attend and vote at General Meetings of the Company HEREBY PASS the following resolution as an Ordinary Resolution and agree that the said resolution 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:

ORDINARY RESOLUTION

That the authorised share capital of the company be and is hereby increased from £1,000,000 to £5,000,000 by the creation of 4,000,000 new Ordinary shares of £1 each, ranking equally in all respects with the existing Ordinary share capital of the company.

That the directors be and are unconditionally authorised, pursuant to section 80 of the Companies Act 1985, to allot all the shares in the authorised share capital of the company which are unissued at the time of the passing of this resolution at any time or times during the period of five years from the date of this resolution.



For Marsh Limited

Dated: 23 December 2009

