

Company number: 03218753

THE COMPANIES ACT 2006
(the "2006 Act")
AND
THE INSOLVENCY ACT 1986

COMPANY LIMITED BY SHARES

**WRITTEN RESOLUTIONS OF
THE SOLE MEMBER OF
THE SPORTSCARD CREDIT CARD COMPANY LIMITED**

(the "Company")

PURSUANT TO SECTION 288 OF THE 2006 ACT

The following written resolutions, having been duly proposed by the Directors of the Company, were duly passed by the Company on 17 November 2009.

SPECIAL RESOLUTION

1. THAT the Company be wound up voluntarily

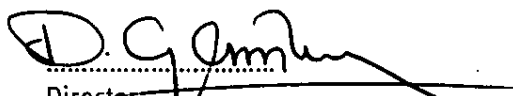
ORDINARY RESOLUTION

2. THAT Jeremy Simon Spratt and Finbarr Thomas O'Connell of KPMG LLP, 8 Salisbury Square, London EC4Y 8BB, United Kingdom, be and are hereby appointed joint liquidators for the purpose of such winding up and that any power conferred on them by the Company, or by law, be exercisable by them jointly, or by either of them alone.

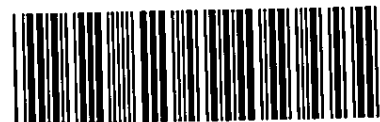
SPECIAL RESOLUTIONS

3. THAT the joint liquidators be and are hereby authorised to make distributions in specie, as and when determined by the joint liquidators, of the assets of the Company during the administration of the winding up.
4. THAT the joint liquidators be and are hereby authorised to exercise any of the powers to make compromises as contained in paragraphs 2 and 3 of Part 1 of Schedule 4 of the Insolvency Act 1986.

Signed


Director
for and on behalf of The Sportscard Credit Card Company Limited

SATURDAY



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28/11/2009

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COMPANIES HOUSE