

Company number: 03218753

THE COMPANIES ACT 2006

(the "2006 Act")

COMPANY LIMITED BY SHARES

**WRITTEN RESOLUTION OF
THE SOLE MEMBER OF
THE SPORTSCARD CREDIT CARD COMPANY LIMITED
(the "Company")**

PURSUANT TO SECTION 288 OF THE 2006 ACT

The following written resolution having been duly proposed by the directors of the Company was duly passed by the Company as a special resolution on ^{2009.}
28 October

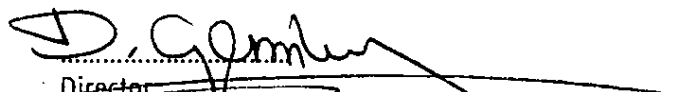
SPECIAL RESOLUTION

1. THAT,

- a. the issued share capital of the Company be reduced from £619,326 to £2 by cancelling and extinguishing 61,932,400 issued ordinary shares of £0.01 each and crediting the amount so cancelled, being £619,324, to the Company's Retained Earnings reserve; and
- b. the share premium account of the Company be reduced and extinguished from £8,088,863.17 to £0 and the amount so cancelled, being £8,088,863.17, be credited to the Company's Retained Earnings reserve,

such cancellation, extinguishment and reduction to take effect on the day on which the copy of this resolution (together with the documents which must accompany it under section 644(1) of the 2006 Act) is registered by the registrar of companies in accordance with section 644(3) of the 2006 Act.

Signed


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

FRIDAY



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30/10/2009

COMPANIES HOUSE

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