

Company No 03728775

The Companies Act 2006 and The Insolvency Act 1986
Company Limited by Shares

**Written Resolutions of the Members of
Centros Miller Greenwich Secured Limited ("the Company")**

We, the undersigned Members of the Company, for the time being entitled to receive notice to attend at General Meetings, hereby pass the following resolutions and agree that the said resolutions shall for all purposes be as valid and effective as if the same had been passed as resolutions at a General Meeting of the Company

Special Resolution

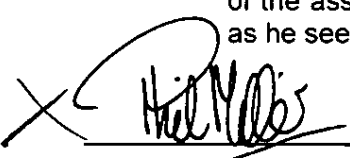
- a THAT the Company be wound up voluntarily

Ordinary Resolutions

- b THAT Ian Holland of Ian Holland + Co, The Clock House, Paines Lane, Pinner, Middlesex HA5 3BZ be and is hereby appointed as Liquidator of the Company for the purposes of the winding up
- c THAT Ian Holland + Co fees for setting up the administration and preparation of the Declaration of Solvency be on a time cost basis, subject to a maximum of £1,250 00 plus disbursements and VAT
- d THAT the Liquidator's remuneration be agreed on time cost basis subject to a maximum of £5,000 plus disbursements and VAT (this sum to include the fees referred to in 'c' above) in attending to matters arising in the winding up, in accordance with Rule 4 148A of the Insolvency Act 1986

Special Resolution

- e THAT the Liquidator be and is hereby empowered pursuant to Section 165 of the Insolvency Act 1986 to exercise any of the powers specified in Part I, Schedule 4 of the Insolvency Act 1986
- f THAT in accordance with the provisions of the Company's Articles of Association the Liquidator be and is hereby authorised to distribute all or part of the assets of the Company in specie to the members in such proportions as he sees fit


For and on behalf of
Centros Miller 1999 Limited

Date 12/11/10

TUESDAY



A13 *AFD1CP59* 438
16/11/2010
COMPANIES HOUSE