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Company No. 5134529

THE COMPANIES ACTS 1985 AND 1989

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PRIVATE COMPANY LIMITED BY SHARES

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RESOLUTIONS IN WRITING

of

GOOSEVIEW LIMITED

Clifford Chance Nominees Limited, being the sole member of the Company who at the date of this resolution is entitled to attend and vote at a general meeting of the Company, RESOLVES, in accordance with section 381A of the Companies Act 1985, to pass the following as written resolutions:

1. THAT the Company's memorandum of association be altered by the deletion of clause 3(A) and the substitution for it of the following.

To carry on the business of an investment and property holding company and for that purpose to acquire and hold land, house, buildings and property of all kinds, shares, stock, debentures, debenture stock, bonds, notes, obligations and securities issued or guaranteed by any company wheresoever incorporated or carrying on business, and debentures, debenture stock, bonds, notes, obligations and securities issued or guaranteed by any Government, public body or public authority in any part of the world.

2. THAT new articles of association in the form of the annexed draft, be adopted in substitution for the Company's existing articles of association.

SIGNATURE:

Amr. J. J. J. J.  
for and on behalf of Clifford Chance Nominees Limited

DATE:

10 September 2004

