

WRITTEN RESOLUTIONS

OF

THE MEMBERS OF

EDIBLE ARRANGEMENTS UK LIMITED ("COMPANY")

Pursuant to section 381A of the Companies Act 1985, EA Global LLC and Abdul Rashid being the members of the Company **hereby agree and confirm** that the following resolution shall for all purposes have effect as if it had been passed by the Company in general meeting. Accordingly, EA Global LLC and Abdul Rashid **hereby resolve that**:

- 1. in accordance with sections 252 and 379A of the Companies Act 1985, the Company dispenses with the laying of accounts and reports before the Company in general meeting;
- 2. in accordance with sections 366A and 379A of the Companies Act 1985, the Company dispenses with the holding of annual general meetings;
- 3. in accordance with sections 379A and 386 of the Companies Act 1985, the Company dispenses with the obligation to appoint auditors annually;
- 4. in accordance with sections 80A(1) and 379A of the Companies Act 1985, the provisions of section 80A of the Companies Act 1985 shall apply, instead of the provisions of section 80(4) and (5) of the Companies Act 1985, in relation to the giving or renewal, after the passing of this resolution, of an authority for directors to allot shares under that section 80; and
- 5. in accordance with sections 369(4), 378(3) and 379A of the Companies Act 1985, the provisions of sections 369(4) and 378(3) of the Companies Act 1985 shall have effect in relation to the Company as if, for the references to 95%, there were substituted references to 90%.

Duly authorised for and on behalf of

EA Global LLC

15 September 2006

Dated

Abdul Rashid

15 September 2006

Dated