

Company No. 07099261

THE COMPANIES ACT 2006

WRITTEN RESOLUTION

of

RISE ART LIMITED (the "Company")

Passed on 10 August 2010

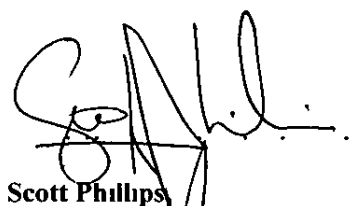
We, the undersigned, being all the members of the Company, hereby pass the following resolution and agree that the resolution shall, pursuant to Section 288 of the Companies Act 2006 (the "Act"), for all purposes be as valid and effective as if the same had been passed at a general meeting of the Company

SPECIAL RESOLUTION

- 1 That the existing authorised share capital of £1,000 divided into 1,000 Ordinary Shares of £1 each be sub-divided into 100,000 Ordinary Shares of £0.01 each

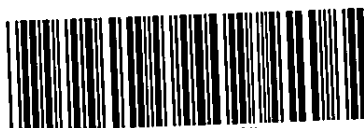
AGREEMENT

Please read the notes at the end of this document before signifying your agreement to the special resolution


Scott Phillips


Marcos Steverlynck

WEDNESDAY



A03

ALZ1SMNW

18/08/2010

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COMPANIES HOUSE

EXPLANATORY STATEMENT TO MEMBERS

(This explanatory statement is not part of any proposed written resolution)

- 1 This document is sent to members on 2010 (“**Circulation Date**”)
- 2 “Eligible members” are the members who are entitled to vote on the resolution on the Circulation Date
- 3 If you wish to signify agreement to this document please follow the procedure below
 - (a) you (or someone acting on your behalf) must sign, print your name beneath and date this document,
 - (b) if someone else is signing this document on your behalf under a power of attorney or other authority, please send a certified copy of the relevant power of attorney or authority when returning this document,
 - (c) please return the document to Dorsey & Whitney (Europe) LLP, 21 Wilson Street, London EC2M 2TD marked “for the attention of Samuel Fields”
- 4 To be valid, this document must be received no later than 2010
- 5 If this document is not received by this time your vote will not count Unless sufficient eligible members sign and return this document by that deadline, the proposed written resolution will lapse
- 6 Please note that it is not possible to withdraw your consent once this document, signed by you or on your behalf, has been duly received