G.S.A. Worldwide Limited

Minutes of an extraordinary general meeting held at Unit 8, Radius Park, Faggs Road, Feltham, Middlesex, TW14 0NG on Wednesday 28th June 2006

Present

G P Howard

(representing ACP Worldwide Ltd) (Chairman)

ELECTIVE RESOLUTION

IT WAS RESOLVED that the following elective resolutions are effective within the Company from the 28th June 2006:

THAT the Company hereby elects:

- to dispense with the holding of annual general meetings in accordance with section 366A of the Act:
- to dispense with the laying of accounts and reports before the Company in general meeting in accordance with section 252 of the Act; and
- to dispense with the obligation to appoint auditors annually in accordance with section 386 of the Act.

The secretary was instructed to file a copy of the elective resolutions with the Registrar of Companies.

Any Other Business

There being no further business the meeting was closed

Chairman

Date

Page 1 of 1

