

Registered No: 03284685

THE COMPANIES ACT 1985
COMPANY LIMITED BY SHARES
WRITTEN RESOLUTIONS
of
LYNX EXPRESS LIMITED
(the "COMPANY")

We, the undersigned, being the sole member of the Company who at the date of these resolutions is entitled to attend and vote at general meetings of the Company resolve in accordance with Section 381A of the Companies Act 1985:

ELECTIVE RESOLUTIONS

- 1 THAT pursuant to sections 252 and 379A of the Companies Act 1985, the Company elects to dispense with the laying of the Company's accounts and reports before the Company in general meeting in 2006 and subsequent years.
- 2 THAT pursuant to sections 366A and 379A of the Companies Act 1985, the Company elects to dispense with the holding of annual general meetings in 2006 and subsequent years.
- 3 THAT pursuant to sections 379A and 386 of the Companies Act 1985, the Company elects to dispense with the obligation to appoint auditors annually.

Date: 10 April 2006

.....
For and on behalf of
UPS (UK Holding) Limited

