

MPE LIMITED

Written Resolutions

The Companies Act 1985 Written Resolutions Of MPE Limited ("the Company") (Passed on 19 July 2006)

We the undersigned, being all the members of the Company who (at the date of these resolutions) would be regarded for the purpose of section 381A of the Companies Act 1985 as entitled to attend and vote at any general meeting of the Company (Members) and in accordance with schedule 15A of the Companies Act 1985, having been supplied with a copy of the statutory declaration made pursuant to section 155 of the Companies Act 1985 and the auditors' report annexed thereto, hereby agree, pursuant to section 381 of the Companies Act 1985 that the following written resolutions (which would otherwise be required to be passed as special resolutions) be passed:

RESOLUTIONS


1. That, subject to compliance with sections 155 to 158 of the Companies Act 1985, the giving of financial assistance by the Company for the purpose of acquiring shares in the Company or reducing or discharging liabilities they or any other person or persons have incurred within the meaning of the Companies Act 1985 Section 152(3) and the terms and arrangements contemplated by the execution, delivery and performance by the Company of the following documents be approved:

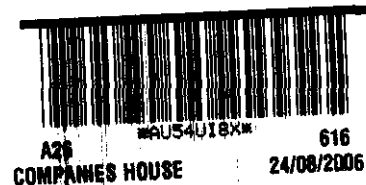
1. Unlimited Guarantee

2. Legal Charge

("the Finance Documents")

2. That the approval for the Company to enter into the Finance Documents be given notwithstanding that the Company might be held to be giving financial assistance for the purposes of sections 151 and 152 of the Companies Act 1985.


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PETER COTTERILL



DH Seabury
DAVID SEABURY

A. S. Nalborczyk
JAN NALBORCZYK

Ian Kane
IAN KANE