

THE CREATIVE ASSEMBLY LIMITED

CO NUMBER 3425917

WRITTEN RESOLUTIONS OF SOLE MEMBER

Pursuant to Section 381A of the Companies Act 1985 ('the Act')

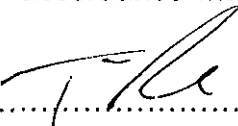
I, the undersigned sole member of the above named Company and the sole member who at the date hereof would be entitled to attend and vote at a general meeting of the Company, hereby resolve as follows such Written Resolutions to take effect as Elective Resolutions pursuant to Section 379A of the Act.

ELECTIVE RESOLUTIONS

(1) THAT the provisions of Section 80A of the Act shall apply, in place of Section 80(4) and (5) of the Act, in relation to the giving or renewal, after the passing of this resolution, of an authority under the said Section 80

(2) THAT the Company hereby elects:

- (a) to dispense with the laying of accounts and reports before the Company in general meeting, in accordance with Section 252;
- (b) to dispense with the holding of Annual General Meetings in accordance with Section 366(A); and
- (c) to dispense with the obligation to appoint auditors annually in accordance with Section 386.

..........(TIMOTHY JOHN ANSELL)

Date..........2001

Certified a true copy of the original

.......... 6/6/2001
ADAMS & REMERS SOLICITORS Trinity House
School Hill, LEWES, East Sussex, BN7 2NN

