

Private & Confidential

THE COMPANIES ACT 1985
COMPANY LIMITED BY SHARES
WRITTEN RESOLUTIONS OF THE SHAREHOLDERS OF
CANTOR INDEX LIMITED
DATED 19 APRIL 2000

We, the Undersigned, being the sole Shareholder of the above Company for the time being having a right to attend and vote at General Meetings, hereby pass the following Resolution pursuant to the provisions of the Company's Articles of Association and the Companies Acts:

SPECIAL RESOLUTION

THAT the provisions of the Memorandum of Association of the Company with respect to its objects be altered by the insertion before sub-clause (a) of clause 3 thereof of the following new sub-clause:

- (a1) (1) To carry on business as bookmakers, betting agencies and gaming operators or exchange operators or auctioneers; to undertake and execute as principals or agents, betting (including without limitation spread betting) or other similar transactions and investment transactions, whether over the internet, telephone, an electric system or otherwise, relating to markets (including, without limitation, financial markets), financial products, sports, games, competitions, contests, auctions or other matters generally; to promote and conduct pools or pari-mutuel operations or casinos or betting exchanges or auctions and to own, rent, take on lease, hire or otherwise acquire, manage and operate any establishment or contrivance for betting or gaming or auctions, including, without limitation, a totalisator, and any other place, machine or instrument or system of betting or gaming.
- (2) To carry on business as printers, publishers, newspaper periodical and magazine proprietors, manufacturing stationers, collectors and distributors of information relating to financial markets, financial products, racing, sports, games and similar matters.
- (3) To carry on the businesses, whether together or separately, of proprietors, operators, promoters, organisers and managers of conference, exhibition, leisure, sports and health and fitness facilities and amusement parks, transport services and communications services, exhibitions, conferences, catering and information services of all kinds and all kinds of entertainments, sports, leisure activities, recreations and amusements, and displays, whether indoor or outdoor, including competitions and games, tournaments, concerts, cinematograph, radio and television performances and productions, stage and variety shows, aquatic and equestrian events, pyrotechnics, aerial and spectacular displays, dancing, skating, circuses and other forms and types of enterprises generally.
- (a2) To carry on any other business which in the opinion of the Directors of the Company may seem capable of being conveniently carried on in connection with or as ancillary to any of the above businesses or to be calculated directly or indirectly to enhance the value of or render profitable any of the property of the Company or to further any of its objects. "

Signature:

Name:

LEE AMAITIS

Duly authorised for and on behalf of Cantor Fitzgerald International

Date of signature 19 APRIL 2000

