

THE COMPANIES ACTS 1985 AND 2006

PRIVATE COMPANY LIMITED BY GUARANTEE

**WRITTEN RESOLUTION OF THE MEMBERS
OF
ABACUS IT CONSULTANCY LTD
(Company)**

Circulation Date **7** May 2010

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company for the time being propose the following resolution as a special resolution (**Resolution**) of the Company

Special Resolution

That the Articles of Association of the Company as attached hereto be amended as set out below

Article 89 be disapplied and replaced with the following Article 89(a):

The necessary quorum for the transaction of the business of the directors may be fixed by them and unless so fixed, shall be one. A person who holds office only as an alternate director shall, if his appointer is not present, be counted in the quorum

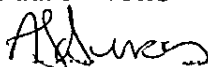
Please read the notes at the end of this document before signifying your agreement to the Resolution



The undersigned being the eligible members of the Company for the time being entitled to vote on the Resolution on the Circulation Date hereby irrevocably agree to the Resolution



Paul Burrows



Allison Burrows

Dated: 7 May 2010

NOTES

- 1 If you agree to the Resolution, please indicate your agreement by signing and dating this document where indicated above and returning it by delivering the signed copy to the registered office of the Company
- 2 If you do not agree to the Resolution, you do not need to do anything you will not be deemed to agree if you fail to reply
- 3 Once you have indicated your agreement to the Resolution, you may not revoke your agreement
- 4 Unless, within 28 days of the Circulation Date, sufficient agreement has been received for the Resolution to pass, it will lapse. If you agree to the Resolution, please ensure that your agreement reaches us before or during this date
- 5 If you are signing this document on behalf of a person under a power of attorney or other authority please send a copy of the relevant power of attorney or authority when returning this document