COMPANY'S COPY

Resolution re Unlimited Inter Company Composite Guarantee With Accession

Extract from the Minutes of a Meeting of the Directors of Total Healthcare Limited (the "Guarantor")

"After due consideration of all the circumstances and on being satisfied that it is for the benefit of the Guarantor and in the interests of the Guarantor for the purpose of carrying on its business to create a guarantee in the form now produced (the "Guarantee") to secure all the liabilities of the other companies recited in the definition of "Companies" on the first page of the Guarantee to The Royal Bank of Scotland plc it was resolved that the Guarantee be executed as a deed by the Guarantor "

I hereby certify that the foregoing is a true extract from the Minutes of a Meeting of the Directors of the Guarantor at which (all appropriate interests having been declared) a quorum entitled to vote was present duly held on the 5 H day of and that a true copy of the Guarantee has been retained by the Guarantor

Secretary

-RIDAY

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