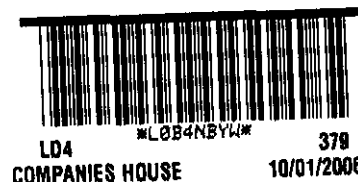


Company Number: 04273585


THE COMPANIES ACTS 1985 TO 1989
PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION OF THE SOLE MEMBER OF
MORPUS NO.2 LIMITED (the "Company")

Resolution in writing of the single member of the Company pursuant to article 59 of the Articles of Association of the Company. We being the holder of the entire issued share capital of the Company and having the right to attend and vote at a general meeting of the Company HEREBY PASS the following resolutions as resolutions in writing of the Company:

1. **THAT** in relation to the acquisition (the "**Acquisition**") of the entire issued share capital of the Company's parent company Paradigm Limited, by Kuig Property Investments Limited (the "**Purchaser**") the Company is authorised to enter into the documents as described below (the "**Documents**");
 - 1.1 an accession deed to be entered into by the Company, whereby the Company becomes an additional guarantor and an additional borrower under a facility agreement (the "**Facility Agreement**") dated 28 September 2005 made between the Purchaser (1), the borrowers named therein (2), the guarantors named therein (3) and Allied Irish Banks, p.l.c. (the "**Bank**") (the "**Facility Accession Deed**");
 - 1.2 an accession deed to a composite debenture dated 28 September 2005, to be executed by the Company in favour of the Bank in its capacity as security trustee for the Finance Parties (as defined in the Facility Agreement), creating fixed and floating charges over all of the Company's undertaking property and assets in order to secure all liabilities and obligations at any time arising or incurred by the Purchaser, or the other Obligors (as named in the Facility Agreement) to the Bank pursuant to the loan facility made available by the Bank under the terms of the Facility Agreement (the "**Debenture Accession Deed**"); and
 - 1.3 such other documentation and to take such other action as may be required in order to carry out the matters referred to above.
2. **THAT** the execution, delivery and performance of each of the Documents is in the best interests of the Company and is hereby approved.
3. **THAT** the directors provide for the execution on behalf of the Company of each of the Documents to which it is a party, with such amendments as the persons authorised to execute the same may approve.
4. **THAT** any act done or document executed pursuant to any of the resolutions above shall be valid, effective and shall bind the Company and any limit on the borrowing or other powers of the directors of the Company contained in or incorporated by reference in the Company's articles of association is suspended, waived or abrogated as necessary to give effect to the foregoing conclusions.



Dated: 6 January 2006


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for and on behalf of
PARADIGM LIMITED