

MJL ADVERTISING LIMITED

4363302

WRITTEN RESOLUTION OF The Members

We the undersigned being at the date of these resolutions all those persons entitled to attend and vote at a general meeting of the Company **HEREBY RESOLVE** as follows:

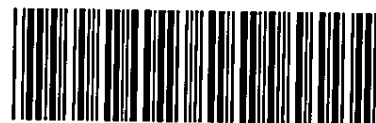
- 1 That the purchase by the Company of 10,000 ordinary shares in the capital of MJL Advertising Limited presently registered in the name of Sarah McMahon at a consideration of £17,500 on the terms of the Agreement, a copy of which is annexed to this Resolution and marked "A" is hereby approved and a Director be authorised to sign the Agreement on behalf of the Company and to do all acts necessary for the implementation of the same

Dated the 14th day of April 2008

Frank Carter
John Day
P. Ledger
B. Johnson

AR
R. J. ...
John Hearn

FRIDAY



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COMPANIES HOUSE

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THIS AGREEMENT is made the 14th day of April 2008 **BETWEEN**
SARAH MCMAHON of 1 The Leys, Langford, Biggleswade,
Herts SG18 9RS ("the Seller") and **MJL ADVERTISING LIMITED** whose
registered office is at 2 Walsworth Road, Hitchin, Herts SG4 9SP ("the Company")

WHEREAS

- (A) The issued share capital of the Company is £190,000 divided into 190,000 fully paid ordinary shares of £1 each of which 10,000 shares are owned beneficially by the Seller ("the Sale Shares")
- (B) The Company proposes to purchase the Sale Shares at a total price of £17,500
- (C) By written resolution of all the members of the Company (save for the Seller) taking effect on the 14th day of April 2008 a draft of this Agreement was approved by special resolution

NOW IT IS AGREED as follows

1 Agreement for Sale

- 1 1 The Company agrees with the Seller to purchase all the Sale Shares for the total sum of £17,500 subject to the provisions of this Agreement and the Seller with full title guarantee agrees to sell the Sale Shares to the Company free from all liens charges and incumbrances
- 1 2 Completion of the sale and purchase of the Sale Shares shall take place at 2 Walsworth Road, Hitchin on the 14th day of April 2008

2 Payment for the Sale Shares

Subject to the delivery by the Seller of the relevant share certificates for the Sale Shares to the Company the purchase price for the Sale Shares shall be paid immediately

3 Further Assurance

The Seller agrees that, on being requested in writing by the Company to do so, she shall, at the Company's expense, immediately execute and sign all such Deeds and Documents and do all such things as may be reasonably necessary in order to give effect to the terms of this Agreement

DETERMINED TO BE A TRUE AND
COMPLETE COPY OF THE ORIGINAL
RRW
SARAH MCMAHON
MILTON KEYNES
ENGLAND

IN WITNESS of which the parties have executed this Agreement on the date first written above

SIGNED on behalf of MJL ADVERTISING
LIMITED by a Director in the presence of

P. Ledger

Witness signature

B. Johnson

Witness address

'Briars', Gt. Sampford,
Essex CB10 2RQ

Witness occupation

Copywriter

SIGNED by the said SARAH MCMAHON in
the presence of

Sarah McMahon

Witness signature

[Signature]

Witness address

167 PIXMORE WAY
LETCHWORTH
HEATS

Witness occupation

ACT DIRECTOR