

Company Number 4544970

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

OF

Arche Investments Limited (the "Company")

PROPOSED BY THE BOARD OF DIRECTORS OF THE COMPANY IN ACCORDANCE WITH
SECTION 291 OF THE COMPANIES ACT 2006

SPECIAL RESOLUTION

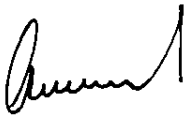
- (i) **THAT** clause 62 of the articles of association be replaced in its entirety with the following

'The directors shall not be less than one in number'

- (ii) **THAT** clause 79 of the articles of association be replaced in its entirety with the following

Whenever the minimum number of directors is one, a sole director shall form a quorum and shall have authority to exercise all the powers and discretions by Table A and by these Articles expressed to be vested in the directors generally

By order of the board



~~Director~~/Secretary

24 February 2012

Date

SATURDAY



A42 *A14VP4XL* #288
17/03/2012
COMPANIES HOUSE

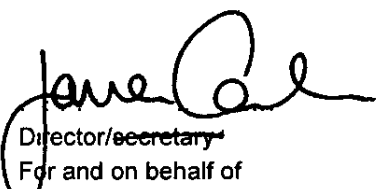
**INFORMATION REQUIRED TO COMPLY WITH SECTION 291(4)
OF THE COMPANIES ACT 2006**

- 1 Eligible members are the members who would have been entitled to vote on the resolution on the circulation date of the written resolution
- 2 The circulation date of the written resolution is 24 February 2012 (the "**Circulation Date**")
- 3 The procedure for signifying agreement by an eligible member to a written resolution is as follows
 - (A) A member signifies his agreement to a proposed written resolution when the company receives from him (or someone acting on his behalf) an authenticated document –
 - (i) identifying the resolution to which it relates, and
 - (ii) indicating his agreement to the resolution
 - (B) The document must be sent to the company in hard copy form or in electronic form
 - (C) A member's agreement to a written resolution, once signified, may not be revoked
 - (D) A written resolution is passed when the required majority of eligible members have signified their agreement to them
- 4 The period for agreeing to the written resolution is the period of 28 days beginning with the Circulation Date (see section 297 Companies Act 2006)

AGREEMENT BY ELIGIBLE MEMBERS TO WRITTEN RESOLUTION

We, being the sole eligible member of the Company

- 1 confirm that we have received a copy of the above written resolution in accordance with section 291 of the Companies Act 2006, and
- 2 hereby resolve and agree that such resolution be passed as a written resolution pursuant to section 288 of the Companies Act 2006 and that the resolution take effect as a special resolution



Director/~~secretary~~

For and on behalf of

DBUKH Finance Limited as holder of all
issued 'A' shares of €1.00 each and all issued
'B' shares of €0.01 each

Dated 24 February 2012



Director/~~secretary~~

For and on behalf of

DBUKH Finance Limited as holder of all
issued 'A' shares of €1.00 each and all issued
'B' shares of €0.01 each

Dated 24 February 2012