

Company No 4733479

THE COMPANIES ACT 1985 AND 1989

WRITTEN RESOLUTION

OF

**INFINIS HOLDINGS
(the "Company")**

In accordance with Article 17 of the Company's Articles of Association, WE the undersigned, being the sole member of the Company, for the time being entitled to receive notice of, attend and vote at General Meetings, hereby unanimously pass the following resolution and agree that the said resolution shall for all purposes be as valid and effective as if the same had been passed at a General Meeting of the Company duly convened and held

SPECIAL RESOLUTIONS

- 1 That the share capital of the Company be reduced by the cancellation of 99 9993p per share on each of the issued Cumulative Redeemable "A" Preference shares in the capital of the Company and the nominal value thereof be reduced to 0 0007p
- 2 That conditionally on the passing of Resolution 1, the amount of the credit arising upon the reduction of the share premium account pursuant to Resolution 1 be applied in increasing the distributable profit and loss reserve of the Company

CLASS CONSENTS

By the signing of this document the member of the Company, being the holder of the entire issued share capital of the Company, also consents under section 125 of the Companies Act 1985 and Article 4 5 of the Company's Articles of Association to any variation, modification, alteration or abrogation of the rights and privileges attaching to the Ordinary share and the Cumulative Redeemable "A" Preference shares which may be involved or effected by the passing or implementation of the above resolutions



Stef Oostvogels (director and authorized signatory)

for and on behalf of
Monterey Capital II Sarl

Dated 28 September 2007

THURSDAY



LD4 *LZFGNTID* 04/10/2007 155
COMPANIES HOUSE