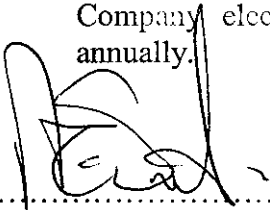


THE COMPANIES ACT 1985
COMPANY LIMITED BY SHARES
RESOLUTIONS
of
PROACTIVE TRAINING SOLUTIONS LTD
(Passed on 1st November 2006)

The following Written Resolutions were duly passed as Elective Resolutions.

ELECTIVE RESOLUTIONS

1. THAT pursuant to sections 252 and 379A of the Companies Act 1985, the Company elects to dispense with the laying of the Company's accounts and reports before the Company in general meeting in 2006 and subsequent years.
2. THAT pursuant to sections 366A and 379A of the Companies Act 1985, the Company elects to dispense with the holding of annual general meetings in 2006 and subsequent years.
3. THAT pursuant to sections 379A and 386 of the Companies Act 1985, the Company elects to dispense with the obligation to appoint auditors annually.



.....
For and on behalf of
Proactive Training Solutions Ltd

