

CENTER PARCS (UK) GROUP PLC (THE "COMPANY")

WRITTEN RESOLUTIONS

Dated: 15 May 2006

We, the undersigned, being the sole member of the Company who (at the date hereof) would have been entitled to attend and vote upon the resolutions set out below if they had been proposed at a general meeting at which we were present, hereby agree pursuant to section 381A of the Companies Act 1985 (the "**Act**") to the resolution set out below (of which would otherwise be required to be passed as special resolution):

SPECIAL RESOLUTION


THAT, pursuant to the provisions of section 53 of the Companies Act 1985, the Company be re-registered as a private company under the name of Center Parcs (UK) Group Limited and that in connection with such re-registration:

- (a) the memorandum of association of the Company be amended as follows:
 - (i) by deletion of the words "New Bubble PLC" in clause 1 and substituting for them the words "Center Parcs (UK) Group Limited"; and
 - (ii) by deleting the existing clause 2 in its entirety; and
 - (iii) by the insertion of a new clause 4.1 (AB) stating:

"To enter into any derivative transaction in connection with protection against or benefit from fluctuation in any rate or price."; and
 - (iv) by renumbering the remaining clauses accordingly; and
- (b) new articles of association in the form contained in the draft articles of association produced to the meeting and initialled by the chairman for the purposes of identification be adopted as the articles of association of the Company in substitution for and to the exclusion of all previous articles of association.

Dated **15** May 2006

Executed on behalf of
FOREST BIDCO LIMITED:

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) **ANDREA VALERI, DIRECTOR**

