

**COMPANIES ACT 1985**

**COMPANY LIMITED BY SHARES**

**WRITTEN RESOLUTION  
OF  
Accelerated Personal Performance Limited**

PURSUANT TO the Articles of Association of the Company, we, the undersigned, being all the members of the above named Company entitled to receive notice of and to attend and vote at General Meetings of the Company HEREBY AGREE AND CONFIRM that the following resolutions shall be as valid and effectual as if they had been passed as elective resolutions at a General Meeting of the Company duly convened and held and accordingly we HEREBY RESOLVE:

1. THAT in accordance with the provisions of Section 252 of the Companies Act 1985 the Company hereby dispenses with the laying of accounts and reports before the Company in General Meeting in respect of the year ended *31st March 2005* and subsequent years.
2. THAT in accordance with the provisions of Section 366A of the Companies Act 1985 the Company hereby dispenses with the holding of the Annual General Meeting for 2004 and subsequent years.
3. THAT in accordance with the provisions of Section 386 of the Companies Act 1985 the Company hereby dispenses with the obligation to appoint auditors annually and that during the term that the dispensation is in force the directors be and hereby are authorised to fix the auditors' remuneration.
4. THAT in accordance with the provisions of Section 80A of the Companies Act 1985 the Company hereby grants the Directors indefinite authority to issue shares in the Company.

*[Signature]*  
.....  
DIRECTOR

*[Signature]*  
.....  
SECRETARY

Dated:

*5th Day of February 2004.*



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COMPANIES HOUSE

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12/02/04