

Company No. 5035199

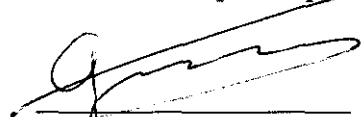
**WRITTEN RESOLUTIONS OF
PMF-2, LTD
(the "Company")**

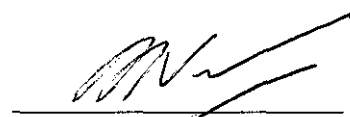
The undersigned, being the sole member of the Company who at the date of these Written Resolutions is entitled to attend and vote at a general meeting of the Company pursuant to Section 381A of the Companies Act, 1985, has

ELECTIVE RESOLUTIONS

- (a) Pursuant to section 252 of the Companies Act 1985, the laying of accounts and reports before the Company in general meeting be dispensed with;
- (b) Pursuant to section 366A of the Companies Act 1985, the holding of annual general meetings be dispensed with; and
- (c) Pursuant to section 386 of the Companies Act 1985 the obligation to appoint auditors annually be dispensed with.

GS European Opportunities Fund B.V.


Gerard Meijssen
Managing Director
23 February 2004


Mark Vennekens
Managing Director
23 February 2004

