

Company Number: 5123368



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20/07/2007
COMPANIES HOUSE

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**THE COMPANIES ACT 1985 TO 2006
COMPANY LIMITED BY SHARES**

**SPECIAL AND ORDINARY RESOLUTIONS
OF
MEDSEA ESTATES GROUP PLC**

At the Annual General Meeting of the members of the above –named company, duly convened and held at 40 Marsh Wall, London E14 9TP on Thursday 14 June 2007, the following resolutions were duly passed under special business:

1. As an Ordinary Resolution (Resolution number 6)

“THAT for the purposes of Section 80 of the Companies Act 1985 (“the Act”) (and so that expressions used in this resolution shall bear the same meaning as in the said section) the Directors be and they are hereby generally and unconditionally authorised to exercise all or any of the powers of the Company to allot relevant securities of the Company up to an aggregate nominal value of £2,937,059 to such persons at such times and on such terms as they think proper, such authority to expire (unless previously renewed, varied or revoked by the Company in General Meeting) at the conclusion of the next Annual General Meeting of the Company following the passing of this resolution or if sooner 15 months after the date of this resolution, save that the Company may prior to such expiry make any offer or agreement which would or might require relevant securities to be allotted after such expiry and the Directors may allot relevant securities pursuant to any such offer or agreement notwithstanding the expiry of the authority given by this resolution and so that all previous authorities of the Directors pursuant to Section 80 of the Act be and they are hereby revoked”

2. As a Special Resolution (Resolution Number 7)

“THAT the Directors be and they are hereby empowered pursuant to Section 95 of the Companies Act 1985 (“the Act”) to allot equity securities (within the meaning of Section 94(2) of the Act) in the capital of the Company for cash pursuant to the authority conferred on them in accordance with Section 80 of the Act by resolution 4 as if Section 89(1) of the Act did not apply to such allotment provided that this power shall expire at the conclusion of the next Annual General Meeting of the Company following the passing of this resolution (or if sooner 15 months after the date of this resolution), save that the Company may prior to such expiry make an offer or agreement which would or might require equity securities to be allotted after such expiry and the Directors may allot equity securities pursuant to any such offer or

agreement notwithstanding the expiry of the authority given by this resolution
and so that all previous authorities of the Directors pursuant to Section 95 of
the Act be and they are hereby revoked”

Signed.....

Secretary

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1. The first part of the paper is devoted to a discussion of the general principles of the theory of the structure of the atom.

2. The second part of the paper is devoted to a discussion of the general principles of the theory of the structure of the atom.

3. The third part of the paper is devoted to a discussion of the general principles of the theory of the structure of the atom.