

Company Number: 5440610

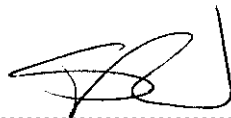
**THE COMPANIES ACT 1985
COMPANY LIMITED BY SHARES**

**SPECIAL RESOLUTION
OF
TEST VALLEY FINANCIAL MANAGEMENT LIMITED
(the "Company")**

At an Extraordinary General Meeting of the Company held at Capstan House, High Street, Hamble, Southampton, Hampshire, SO31 4HA on 18th November 2005 the following resolution was duly passed as a Special Resolution of the Company:

SPECIAL RESOLUTION

IT WAS RESOLVED that the existing shareholders agree to waive their pre-emption rights on the shares being issued



Mr S J Paul (Chairman)

18/11/05

Date

