

EQUITY CORPORATE INVESTMENT LTD

Registered in England & Wales No 5482845

Written Resolution of the Sole Director of the Company in accordance with the Company's
Articles of Association

IT WAS HEREBY RESOLVED THAT THE FOLLOWING TAKES PLACE WITH EFFECT FROM TODAY'S DATE

INCREASE IN AUTHORISED SHARE CAPITAL

THAT the authorised Share Capital of the Company be increased by a further EURO six hundred seventy thousand and five hundred (€670,500) by the creation of six hundred seventy thousand and five hundred (670,500) new ordinary shares of EURO 1 00 each to rank pari passu in all respects with the existing shares in the capital of the Company with effect from today's date. Thus the new share capital of the Company shall be divided as follows

- One thousand (1,000) ordinary shares of GBP 1 00 each, and
- Six hundred seventy thousand and five hundred (670,500) ordinary shares of EURO 1 00 each

ALLOTMENT OF SHARES

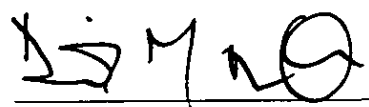
THAT further to the Agreement 'Cessione del Credito e Accollo di Debito' entered into between MIURA LLP, a Limited Liability Partnership duly registered in England & Wales with registration number OC310036 and registered office at 6th Floor 32, Ludgate Hill, London, EC4M 7DR, England, DAIS INTERNATIONAL LLC, a company duly incorporated and existing under the laws of Delaware, U S A , with registered office situated at 16192 Coastal Highway, 19958-9776 Lewes, Delaware U S A and holder of company registration number 4044052, and TELLER LIMITED, a company incorporated in the Republic of Ireland with registration number 329394 and registered office at 17, Upper Pembroke Street, Dublin 2, Ireland on the 17th December 2008, an allotment of six hundred seventy thousand and five hundred (670,500) ordinary shares of EURO 1 00 each is hereby made in favour of DAIS INTERNATIONAL LLC

SHARE CERTIFICATE

THAT share certificate no 4 is hereby issued in the name of the new shareholder as follows

Share Certificate	Date	In the name of	No of Shares
4	31/12/2008	DAIS INTERNATIONAL LLC	670, 500

Signed and sealed this 31st December 2008



Mr. David Marinelli
Director
For and on behalf of
TW Directors (UK) Limited
Sole Director

FRIDAY



A15 30/07/2010 464
COMPANIES HOUSE

Number of Company: 5482845

The Companies Act 1985 - 2006

Private Company Limited By Shares

Special Resolution

of **EQUITY CORPORATE INVESTMENT LTD**

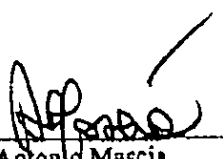
We the undersigned DAIS INTERNATIONAL LLC being the sole member for the time being of the named company entitled to receive notice of and attend and vote at the General Meetings HEREBY PASS the following resolution shall, pursuant to the Articles of Association of the company, for all purposes be as valid and effective as if the same had been passed at a General Meeting of the Company duly convened and held.

THAT the authorised Share Capital of the Company be increased by a further EURO six hundred seventy thousand and five hundred (£670,500) by the creation of six hundred seventy thousand and five hundred (670,500) new ordinary shares of EURO 1.00 each to rank *pari passu* in all respects with the existing shares in the capital of the Company with effect from today's date. Thus the new share capital of the Company shall be divided as follows:

- One thousand (1,000) ordinary shares of GBP 1.00 each; and
- Six hundred seventy thousand and five hundred (670,500) ordinary shares of EURO 1.00 each.

THAT the attached Memorandum and Articles of Association be adopted *in toto*.

Signed this 31st December 2008


Mr. Antonio Mascia
Director
For and on behalf of
DAIS INTERNATIONAL LLC
Sole Shareholder

A15

744440444
30/07/2010
COMPANIES HOUSE

465