

Company No: 5524029

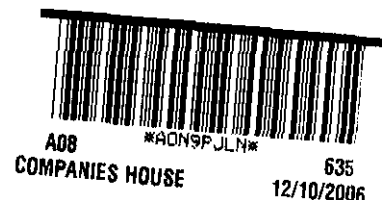
The Companies Act 1985

COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

of

EQUIDEBT HOLDINGS LIMITED


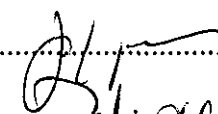
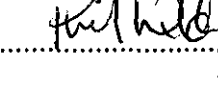
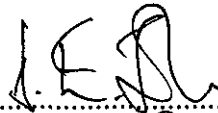



Passed 1 April 2006

In accordance with the Company's articles of association and section 381A of and Schedule 15A to the Companies Act 1985, we, the undersigned, being or representing all the members of the Company for the time being entitled to receive notice of and attend and vote at a general meeting of the Company, **HEREBY RESOLVE** that the following resolution be passed as a written resolution of the Company and shall be as valid and effective as if it had been passed at an extraordinary general meeting of the Company duly convened and held:-

AS SPECIAL RESOLUTION

We, the undersigned, being all the shareholders of Equidebt Holdings Limited ("the Company"), hereby consent to waive the pre-emption rights under the Articles of Association of the Company and any other such rights which may exist whether contained in such Articles of Association or in any other document in relation to the allotment of 'C' shares having a maximum nominal value of £25 and consent to such allotment taking place.

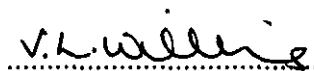
<u>Name of Shareholder</u>	<u>Signature</u>	<u>Date of Signature</u>
Robert Paul Scott		1 APRIL 2006
Jan Lawrence Mosiewicz		1 APRIL 2006
Philip Albert Sutherland Formby Wilding		1 APRIL 2006
RJD Partners Limited		1 APRIL 2006
Phillip Moore		1 APRIL 2006

Brian Palmer


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1 APRIL 2006

Vikki Wilkins


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1 APRIL 2006

Mark Morrall


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1 APRIL 2006