

THE COMPANIES ACT 1985
COMPANY LIMITED BY SHARE

WRITTEN RESOLUTION

of

EQUIDEBT HOLDINGS LIMITED

("Company")




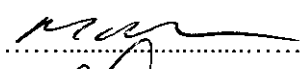
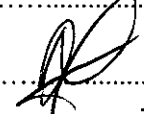
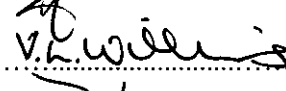
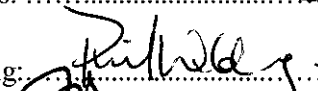
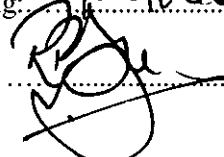
In accordance with section 381A of the Companies Act 1985 ("Act"), we **resolve** as follows:

That the Articles of Association of the Company be amended such that:

1. the figure of "£4,635.07" contained within article 14.6.3 be removed and replaced with "£4.63507"; and
2. all references in article 14.6.3 to "1,800" be removed and replaced with references to "1,800,000".

Signed by, or by duly authorised representatives on behalf of, all the members of the Company who as at the date of these resolutions would be entitled to attend and vote at a general meeting of the Company had the resolutions been put to such a meeting.

Signature of these resolutions by any holders of any class of shares in the Company shall also constitute their consent as holders of that class of shares to the passing of the resolutions set out above and to any variations to or abrogation of the rights of that class of shares resulting from the resolutions set out above.

SIGNED by Brian Palmer: 	Dated: 23 May 2006
SIGNED by Mark Morrall: 	Dated: 23 May 2006
SIGNED by Phillip Moore: 	Dated: 23 May 2006
SIGNED by Vikki Wilkins: 	Dated: 23 May 2006
SIGNED by Philip Wilding: 	Dated: 23 May 2006
SIGNED by Robert Scott: 	Dated: 23 May 2006

SIGNED by Jan Mosiewicz:..... **Dated:** 23 May 2006.....

SIGNED by Duncan Johnson for and on behalf of

RL Private Equity SBS Fund:..... **Dated:** 23 May 2006.....

SIGNED by Duncan Johnson for and on behalf of

RL Private Equity Fund:..... **Dated:** 23 May 2006.....

SIGNED by Hamish Mair for and on behalf of

F&C Private Equity Trust Plc:..... **Dated:** 23 May 2006.....

We, being the auditors to the Company, acknowledge that a copy of the above resolutions was sent to us on 12/10/ 2006.

Signed: **Dated:** 26/10/06.....