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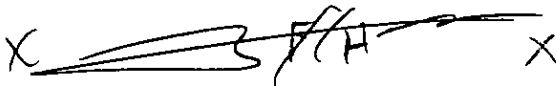
PROVIDE & PROSPER LIMITED

Notice is hereby given that an Extraordinary General Meeting will be held at 31A Sandpit Lane, St Albans, Herts AL1 4EW on Friday 24 February 2006 at NOON for the purpose of considering and, if thought fit, passing the following resolutions as Elective Resolutions

Elective Resolutions

- 1 *"That pursuant to Section 366A of the Companies Act 1985 (as amended), the Company hereby elects to dispense with the holding of Annual General Meetings in 2002 and subsequent years "*
- 2 *"That the Company elect to dispense with the obligation to appoint auditors annually pursuant to Section 386 of the Companies Act 1985 (as amended) and to authorise the directors to fix their remuneration from time to time as they should think fit "*
- 3 *"That pursuant to Section 252 of the Companies Act 1985 (as amended), the Company hereby elects to dispense with the laying of accounts and reports before the Company in general meeting "*

By Order of the Board, Dated Friday 24 February 2006

X  X

Secretary Director

Note:

A member entitled to attend and vote at the above-mentioned meeting is entitled to appoint a proxy to attend and vote in his/her stead. A proxy need not be a member of the company.



Registered Office 31A Sandpit Lane, St Albans, Herts AL1 4EW
Registered in England and Wales on 8 March 2002, No 5718248