

Company No. 05763626

THE COMPANIES ACTS 1985 AND 1989

PRIVATE COMPANY LIMITED BY SHARES

RESOLUTIONS IN WRITING

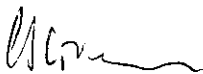
of

CANDLE UK LIMITED

Candle UK Holdco Limited, being the sole member of the Company who at the date of these resolutions is entitled to attend and vote at a general meeting of the Company, RESOLVES, in accordance with section 381A of the Companies Act 1985, to pass the following as written resolutions:

1. THAT the authorised share capital of the Company be increased by €100 beyond the current authorised share capital of £100, by the creation of 100 ordinary shares of €1.00 each.
2. THAT the directors be generally and unconditionally authorised, pursuant to section 80 of the Companies Act 1985, to exercise all the powers of the Company to allot relevant securities (within the meaning of that section) up to an aggregate nominal amount of €100 for a period expiring (unless previously renewed, varied or revoked by the Company in general meeting) five years from the date of this resolution, but the Company may before such expiry make an offer or agreement which would be or might require relevant securities to be allotted after expiry of this authority and the directors may allot relevant securities pursuant to that offer or agreement as if the authority conferred by this resolution had not expired.

SIGNATURE: _____



for and on behalf of Candle UK Holdco Limited

DATE: _____

22 June 2006

