

No. 6015384

**THE COMPANIES ACT 1985 (AS AMENDED)****Garden Park Nominee Limited****WRITTEN RESOLUTIONS**

We, the undersigned, being all the members of the Company who, at the date of this resolution would be entitled to attend and vote at general meetings of the Company hereby pass the following resolutions as elective resolutions of the Company and agree that the said resolutions shall for all purposes be as valid and effective as if the same had been passed by all of the members of the Company at a general meeting of the Company duly convened and held:

**ELECTIVE RESOLUTIONS**

- A. That, pursuant to section 252 of the Companies Act 1985 (as amended by the Companies Act 1989), the directors in respect of this and subsequent financial years shall not, and they shall not be required to, lay before the Company in general meeting copies of the Company's annual accounts, the director's report and the auditors' report on those accounts.
- B. That, pursuant to section 366A of the Companies Act 1985 (as amended by the Companies Act 1989), the Company shall not in subsequent years hold annual general meetings.
- C. That, pursuant to section 386 of the Companies Act 1985 (as amended by the Companies Act 1989), the Company shall not appoint auditors annually.

Dated this 11th day of December 2006

.....  
for and on behalf of**Garden Park General Partner Ltd**

FRIDAY



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22/12/2006

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COMPANIES HOUSE