

Company Number: 06258857

THE COMPANIES ACTS 1985 TO 1989

COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

BEALAW (863) LIMITED
("the Company")

We, being the sole member of the Company having the right to attend and vote at General Meetings of the Company, hereby pass the following Written Resolutions pursuant to Article 54 of the Articles of Association of the Company and declare that the said Resolutions shall for all purposes be as valid and effective as if passed at a General Meeting of the Company duly convened

ORDINARY RESOLUTION

- 1 **THAT** the capital of the Company be increased by £499,900 from £100 to £500,000 by the creation of 499,900 Shares of £1 each to rank *pari passu* in all respects with the existing share capital of the Company

ORDINARY RESOLUTION

- 2 **THAT** the Directors be and are hereby authorised generally and unconditionally pursuant to section 80 of the Companies Act 1985 ("the Act") at any time or times to allot, or grant rights to subscribe for, or convert securities into, any shares of the Company to any person or persons and with and subject to such rights, conditions and restrictions as they may think fit but so that -

- (a) the aggregate maximum nominal amount of shares in the Company which may be allotted pursuant to this authority is £500,000, and
- (b) this authority shall be for a five year period from the date hereof,

until otherwise revoked or varied by the Company in General Meeting or by Written Resolution

SPECIAL RESOLUTION

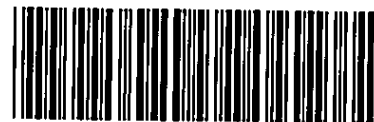
- 3 **THAT** Sections 89(1) and 90(1) to (6) of the Act shall not apply to any allotment made in pursuance of the authority given under Resolution 2 above

DATED the 16 day of July 2007



For and on behalf of
CROFT NOMINEES LIMITED

TUESDAY



A48

24/07/2007

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COMPANIES HOUSE