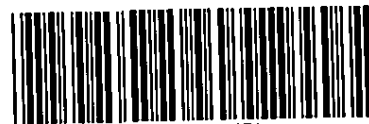


D3 DESIGN LTD

FRIDAY



A70

ATZ3HXM5

29/02/2008

COMPANIES HOUSE

105

Registration Number 6502813

MINUTES of a meeting of the directors of the company

Held on 27/2/08	Held at
	Arosfa, Mere 2d, Fimere, Buckinghamshire MK18 4AR.

PRESENT

Name	Position
Michael Morgan	Project Manager
Louise Ford	Project Manager

RESOLUTIONS

1 APPOINTMENT of OFFICERS

The meeting resolved that Michael Morgan be appointed chairman of the meeting
Michael Morgan agreed to become a director of the company and the meeting further resolved to accept this offer

13

The Chairman asked Louise Ford to become Company Secretary The offer was accepted and the meeting resolved to confirm this appointment

2 APPOINTMENT of AUDITORS

The directors considered the Companies anticipated results for the first accounting period and concluded that the company would remain 'a small company' within the definition of the Companies Act It was therefore agreed that no Auditors would be appointed at this time

13

This decision will be reviewed towards the end of the accounting period at which time if the actual or predicted turnover of the company exceeds £5 6 million or the company becomes part of a group then Auditors would be appointed

Members holding not less than 10% of the company remain entitled to instruct the directors as they see fit regarding the appointment of Auditors

3 ALLOTMENT of SHARES

It was resolved that consistent with the articles of the company the following shares should be issued


13

Number of Ordinary Shares	To be allotted as follows -
200 200	MICHAEL MORGAN.
10	LOUISE FORD

The meeting instructed the Company Secretary to file the appropriate forms with Companies House and issue the necessary share certificates

OTHER BUSINESS

No other business was raised at this meeting


Signed by the Chairman
on behalf of the board