

Company Number: 6639844

The Companies Act 1985

**COMPANY LIMITED BY SHARES
ELECTIVE RESOLUTIONS OF
WARHOL LIMITED**

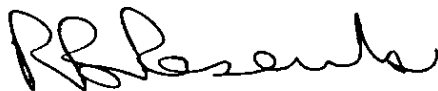
Pursuant to Section 379A of the Companies Act 1985
Passed on 20 February 2009

AT AN EXTRAORDINARY GENERAL MEETING of the above named Company, duly convened, and held at 1 Conduit Street, London, W1S 2XA on 20 February 2009 the following ELECTIVE RESOLUTIONS were passed:

RESOLUTIONS

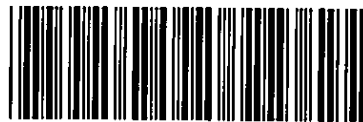
- 1.) That the Company hereby elects to dispense with the holding of annual general meetings in accordance with Section 366A.
- 2.) That the Company hereby elects to dispense with the obligation to appoint auditors annually in accordance with Section 386.
- 3.) That the Company hereby elects to dispense with the laying of accounts and reports before the Company in general meeting, in accordance with Section 252.

By Order of the Board, Dated 20 February 2009



Director: **Mr Richard Barry Rosenberg**

THURSDAY



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26/02/2009

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COMPANIES HOUSE