



ARTICLE 389A COMPANIES (NORTHERN IRELAND) ORDER 1986

NIAGRO LIMITED

Company Number NI 060917

(the Company)

WRITTEN RESOLUTION

We, the undersigned, being all the members of the Company for the time being entitled to receive notice of, attend and vote at general meetings of the Company, hereby pass the following resolution and agree that it shall for all purposes be as valid and effective as if it had been passed at a general meeting of the Company duly convened and held.

IT WAS RESOLVED: -

1. That the Regulations contained in the document produced to the meeting and signed for identification by the Chairman be adopted as the Articles of Association of the Company in substitution for and to the entire exclusion of the existing Articles of Association.

Signed


CLIVE WILLIAM JAMES COFFEY

Dated: 17 April 2007

Signed


KIERAN OLIVER DONOHOE

Dated: 17 April 2007

Note:

Under the Companies (Northern Ireland) Order 1986 (as amended) the directors and secretary of the Company should send a copy of this resolution to the Company's auditors or otherwise notify them of its contents at or before the time that it is sent to any member for signature. A failure to do this does not affect the validity of the resolution but it is a criminal offence punishable with a fine.

