

Company No SC178003

THE COMPANIES ACTS 1985 AND 1989

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

Gemini (UK) Limited

On 23 May 2001 the following resolution was duly passed as a written resolution of the Company in accordance with section 381A Companies Act 1985 by all members of the Company who, at that date, were entitled to attend, and vote, at general meetings of the Company:-

1. THAT the Company adopt new Articles of Association in the form annexed hereto.

Signed


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Director/Secretary

