

Number of Company: SC244659

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

OF

PHOENIX FLOORING SERVICES LIMITED (the "Company")

CIRCULATION DATE: 31 August 2010 ("Circulation Date")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose the following resolution as a written resolution with such resolution being a special resolution (the "Resolution").

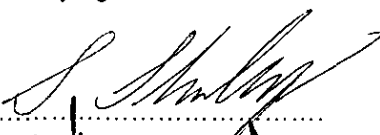
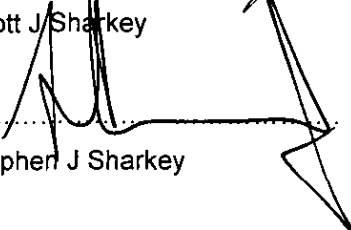
SPECIAL RESOLUTION

"That the Company be and are hereby authorised to finalise, execute and deliver:-

- (i) a corporate guarantee accession and confirmation agreement between the Company, George Sharkey Holdings Limited, George Sharkey & Sons Limited and John G Mackintosh Limited in favour of the Bank of Scotland plc ("the Bank");
- (ii) a floating charge in favour of the Bank pursuant to which the Company grants a floating charge over all of its assets and undertaking; and
- (iii) a facility letter from the Bank to the Company and others in relation to an overdraft facility of up to £1,250,000."

Please read the notes at the end of this document before signifying your agreement to the Resolutions.

The undersigned, each a person entitled to vote on the Resolution on the circulation date, hereby irrevocably agrees to the Resolution.


.....
Scott J Sharkey

.....
Stephen J Sharkey

31 August 2010
.....

Date

31 August 2010
.....

Date



NOTES

If you agree to the Resolution, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following methods:

- **Fax:** by faxing the signed copy to the Company care of Liz Bruce, Brodies LLP, 0131 228 3878
- **E-mail:** by attaching a scanned copy of the signed document to an e-mail and sending it to liz.bruce@brodies.com. Please enter "Phoenix Flooring - written resolution" in the e-mail subject box.

If you are indicating your agreement by fax or email, please also return the original signed version to the Company in the post to Liz Bruce, Brodies LLP.

- **Post:** by returning the signed version to the Company, care of Liz Bruce, Brodies LLP, 15 Atholl Crescent, Edinburgh EH3 8HA.

If you do not agree to the Resolution, you do not need to do anything: you will not be deemed to agree if you fail to reply.

- 1 Once you have indicated your agreement to the Resolution you may not revoke your agreement.
- 2 Unless, by 28 days from the Circulation Date, sufficient agreement has been received for the Resolution to pass, it will lapse. If you agree to the Resolution, please ensure that your agreement reaches us before or during this date.
- 3 In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company. Seniority is determined by the order in which the names of the joint holders appear in the register of members.
- 4 If you are signing this document on behalf of a person under a power of attorney or other authority please send a copy of the relevant power of attorney or authority when returning this document.