

THE COMPANIES ACTS 1985 AND 1989

PRIVATE COMPANY LIMITED BY SHARES

RESOLUTIONS

of

MAPLEFOLDER LIMITED

At an Extraordinary General Meeting of the Company duly convened and held at 7 Hanover Square, New York, New York 10004, USA on Wednesday 29 September 2004, the following Resolutions were duly passed:

CANCELLATION OF UNISSUED SHARES

It was RESOLVED BY ORDINARY RESOLUTION that the 899 ordinary shares of £1 each in the capital of the Company which have not been taken or agreed to be taken by any person be cancelled and that the share capital of the Company be diminished by £999."

INCREASE IN CAPITAL

"It was RESOLVED BY ORDINARY RESOLUTION that the authorised share capital of the Company be increased to \$500 million by the creation of 500 million ordinary shares of US\$1 each to rank pari passu in all respects with the existing share capital."

ALLOTMENT OF SHARES

"It was RESOLVED BY ELECTIVE RESOLUTION that the directors and are hereby generally and unconditionally authorised for the purposes of Section 80(a) of the Companies Act 1985 (as amended) to allot and issue from time to time as they shall determine up to 500 million ordinary shares of US\$1 each."

MEMORANDUM OF ASSOCIATION

"It was RESOLVED BY SPECIAL RESOLUTION that the Memorandum of Association of the Company annexed hereto and initialled by the Chairman for the purposes of identification be and is hereby adopted as the Memorandum of Association of the Company in substitution to the existing Memorandum of Association of the Company."

ARTICLES OF ASSOCIATION

"It was RESOLVED BY SPECIAL RESOLUTION that the Articles of Association annexed hereto and initialled by the Chairman for the purposes of identification be and are hereby adopted as the Articles of Association of the Company in substitution to the existing Articles of Association."

Certified to be a true copy

SECRETARY



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