

PACOM LIMITED
(Company Number: 03088682)
WRITTEN RESOLUTION

Dated this 1st day of January 2011

SATURDAY



Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the "Act"), the directors of the Company propose that the Resolutions below are passed as ordinary resolutions and special resolutions

ORDINARY RESOLUTION

- 1 That with effect from the time of the passing of this resolution the Directors be generally and unconditionally authorised pursuant to section 550 to 551 of the Companies Act 2006 to exercise all their powers of the Company to allot shares and or to grant rights to subscribe for or convert any security into shares in the Company up to an aggregate amount of 111,002 (one hundred and eleven thousand and two) Ordinary Shares of £1 00 in the Company of which 1,000 (one thousand) are "A" Ordinary Shares of £1 00 each and 110,002 (one hundred and ten thousand and two) are "B" Ordinary Shares of £1 00 each at any time or times during the period of five (5) years from the date hereof save that the Company may pursuant to this authority make offers or arrangements before the expiry of this authority which would or might require relevant securities to be allotted after such expiry and the directors may allot relevant securities in pursuance of such offers or agreements as if the authority conferred by this resolution had not expired

SPECIAL RESOLUTIONS

- 2 That in accordance with section 570 of the Companies Act 2006, Section 561(1) of that Act shall not apply to the allotment of any shares which at the time of passing of this resolution the directors propose to allot provided that such allotment is made within one month of the passing of this resolution and is limited to equity securities up to an aggregate nominal amount of £111,002 (one hundred and eleven thousand and two)
- 3 That the Company's Memorandum of Association be amended as follows
By the deletion of paragraph 6 and the substitution of the following new paragraph 6
 - 6 1 The authorised share capital of the Company is £111,002 (one hundred and eleven thousand and two) divided into 111,002 (one hundred and eleven thousand and two) Ordinary Shares of £1 00 in the Company of which 1,000 (one thousand) are "A" Ordinary Shares of £1 00 each and 110,002 (one hundred and ten thousand and two) are "B" Ordinary Shares of £1 00 each
 - 6 2 The 1,000 Ordinary Shares of £1 00 each held by Pacom LLC shall be redesignated as 1,000 "A" Ordinary Shares of £1 00 each
 - 6 3 Of the 110,002 unissued Ordinary Shares of £1 00 each 110,002 shall be redesignated as 110,002 "B" Ordinary Shares of £1 00

4 That the Company's Articles of Association be amended as follows

4 1 By the deletion of articles 2 to 5 inclusive and the replacement with the following

2 The authorised share capital of the Company is £111,002 (one hundred and eleven thousand and two) divided into 111,002 (one hundred and eleven thousand and two) shares of £1 00 in the Company of which 1,000 (one thousand) are "A" Ordinary Shares of £1 00 each and 110,002 (one hundred and ten thousand and two) are "B" Ordinary Shares of £1 00 each. The 1,000 Ordinary Shares of £1 00 each held by Pacom LLC shall be redesignated as 1,000 "A" Ordinary Shares of £1 00 each. Of the 110,002 unissued Ordinary Shares of £1 00 each 110,002 shall be redesignated as 110,002 "B" Ordinary Shares of £1 00 each. The rights and restrictions attached to and binding on the "A" Ordinary Shares and "B" Ordinary Shares in addition to those provided by the Act are as follows

3 Income "A" Ordinary Shares and "B" Ordinary Shares

The profits available and resolved to be distributed by the Board of Directors in any financial year or period shall be distributed amongst the holders of the "A" Ordinary Shares and the "B" Ordinary Shares in such amounts and proportions as decided by the Board of Directors

4 1 Capital "A" Ordinary Shares

Firstly the capital rights on a return of assets on liquidation or otherwise the assets of the Company remaining after payment of its debts and liabilities and the costs charges and expenses of any such liquidation and available for distribution to holders of the "A" Ordinary Shares shall be a fixed rate of £20,529 to be paid pro rata amongst the "A" Ordinary Shares

4 2 Capital "B" Ordinary Shares

Firstly the capital rights on a return of assets on liquidation or otherwise the assets of the Company remaining after payment of its debts and liabilities and the costs charges and expenses of any such liquidation and available for distribution to holders of the "B" Ordinary Shares shall be a fixed rate of £1,494,472 to be paid pro rata amongst the "B" Ordinary Shares

4 3 To the extent that there are not sufficient assets for distribution under articles 4 1 and or 4 2 the sums available shall be reduced pro rata in accordance with the fixed capital value of the "A" Ordinary Shares and or the "B" Ordinary Shares

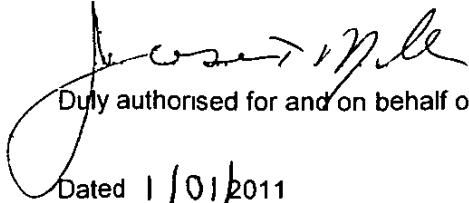
4 4 Capital "A" Ordinary Shares and "B" Ordinary Shares

After payment to the "A" Ordinary Shares in accordance with article 4 1 and to the "B" Ordinary Shares in article 4 2 above the capital rights on a return of assets on liquidation or otherwise the assets of the Company remaining after payment of its debts and liabilities and the costs charges and expenses of any such liquidation and available for distribution to holders of the "A" Ordinary Shares and "B" Ordinary Shares pro rata

5 Voting "A" Ordinary Shares and "B" Ordinary Shares

Each holder of "A" Ordinary Shares and or "B" Ordinary Shares present in person or by proxy or corporate representative shall be

entitled to one vote for each class of "A" Ordinary Shares and or "B"
Ordinary Shares



Duly authorised for and on behalf of Pacom LLC

Dated 1/01/2011