

**COMPANIES ACTS
WRITTEN RESOLUTION
OF**

COMPANY NAME: SEOPTIMISE LIMITED

COMPANY NUMBER: 6264879

We the undersigned, being all the members of the above company, for the time being entitled to receive notice of, attend and vote at General Meetings, hereby unanimously pass the following resolution and agree that the said resolution shall for all purposes be as valid and effective as if the same had been passed at a General Meeting of the company duly convened and held.

It is resolved that in accordance with the provision of Section 366A of the Companies Act 1985 the company hereby dispenses with the holding of the Annual General Meeting for 2008 and subsequent years

That in accordance with the provisions of Section 252 of the Companies Act 1985 the company hereby dispenses with the laying of accounts and reports before the Company in a General Meeting in respect of the year ended 31 May 2008 and subsequent financial years

That in accordance with the provisions of Section 386 of the Companies Act 1985 the company hereby dispenses with the obligation to appoint auditors annually and that during the term that such dispensation is in force, the directors be and are hereby authorised to fix the auditor's remuneration

Dated this 21 day of JUNE 2007.

SIGNED:

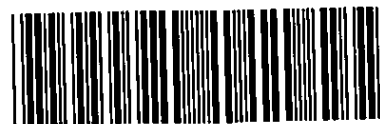


MR STUART TOFTS



MR KEVIN GIBBONS

MONDAY



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COMPANIES HOUSE