Company Number: 36624

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION of

THE EVERTON FOOTBALL CLUB COMPANY LIMITED ("the Company")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the following written resolution was duly passed as a special resolution of the Company

SPECIAL RESOLUTION

THAT the articles of association of the Company be and are hereby amended by the deletion of articles 10.1, 10 2, 10.3 and the subsequent re-numbering of articles 11 to 33 as articles 10 to 32

Date 10th September 2008

TUESDAY

AF9G636T

9 16/09/2008 COMPANIES HOUSE 216