

894742
COMPANY NUMBER: ~~54759~~

THE COMPANIES ACT 1985

COMPANY LIMITED BY GUARANTEE WITHOUT A SHARE CAPITAL

SPECIAL RESOLUTION

OF

TRAINING TRUST (WALES) LIMITED

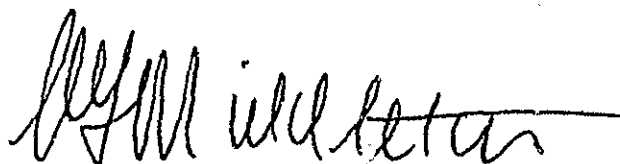
PASSED 10TH MARCH 1992

At an Extraordinary General Meeting of the Company passed on the above date the following resolution was passed as a special resolution:

"That the Memorandum of Association of the Company is hereby amended by the deletion of existing clause 3(I) and the inclusion of the following new clause 3(I):

"Subject to the proviso to this clause and to such consents as may be required by law to sell let mortgage dispose of or turn to account all or any of the property of the Company and to invest any moneys of the Company in any manner authorised by law for the investment of trust funds; PROVIDED that the Company shall be empowered as it sees fit to acquire relevant securities (as defined in Section 80 of the Companies Act 1985) of the Company's wholly owned subsidiary Training Services (Wales) Limited from time to time for cash or other than for cash."

SECRETARY



Presented by:

CLIVE MATHIAS & Co.

EOS HOUSE

WESTON SQUARE, BARRY

SOUTH GLAMORGAN CF6 7YF

