

Certified a true copy of the  
Special Resolution passed  
on 7th May 1985

Michael Middleton.....

Secretary

Company No. 1150304

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THE COMPANIES ACTS 1948 to 1983

COMPANY LIMITED BY GUARANTEE

RESOLUTION OF

THE ARCHITECTURAL HERITAGE FUND

(Passed 7th May 1985)

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By unanimous resolution of all the Members of the above named  
Company dated 7th May 1985 the following Resolution was  
duly passed as a Special Resolution of the Company.

SPECIAL RESOLUTION

THAT the proviso to paragraph 4 of the Memorandum of  
Association of the Company be deleted and that the following  
proviso be substituted therefor:-

"Provided that nothing herein shall prevent the  
payment, in good faith, of reasonable and proper  
remuneration to any officer or servant of the Trust

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or to any member of the Trust, in return for any services actually rendered to the Trust, nor prevent the payment of interest at a rate not exceeding 6 per cent per annum on money lent or reasonable and proper rent for premises demised or let by any member to the Trust; but so that no member of the Council of Management or Governing Body of the Trust shall be appointed to any salaried office of the Trust or any office of the Trust paid by fees, and that no remuneration or other benefit in money or money's worth shall be given by the Trust to any member of such Council (the Council of Management) or Governing Body except repayment of out of pocket expenses and interest at the rate aforesaid on money lent or reasonable and proper rent for premises demised or let to the Trust or the payment in good faith to any member of the Council being a person engaged in any profession of all usual or professional or other charges for business done and all time spent by him or his firm on behalf of the Trust provided that such member does not vote on any resolution concerning his remuneration and is not counted for the purpose of ascertaining whether or not the quorum is present at

any meeting considering such a resolution".

...Grafton...  
Chairman