HELP THE AGED (the "Company")

Company number 01263446

SPECIAL RESOLUTION

of the Company

passed at its duly convened and held

Annual General Meeting

on 21st September 2004

That Article 37 of the Company's Articles of association be deleted and substituted by the following replacement Article 37:

"37. Unless and until otherwise determined by the Company in General Meeting, the Trustees shall be not less than twelve (12) nor more than thirty (30) in number. No person shall be capable of being appointed a Trustee unless such person shall also be or become an Ordinary Member."

SIGNED....

Keith Hickey

Company Secretary

\*AERDGZIP\* 0215
COMPANIES HOUSE 20/10/04