

Number of company: 2174390

THE COMPANIES ACT 1985

COMPANY LIMITED BY SHARES

SPECIAL RESOLUTIONS

pursuant to Section 378 Companies Act 1985

of WARDSWIFT LIMITED

Passed the FIRST day of OCTOBER 1990

At an extraordinary general meeting of the members of the above-named company, duly convened and held at Cedar House, 3 West Way, High Wycombe on the FIRST day of OCTOBER 1990, the following SPECIAL RESOLUTIONS were duly passed:

1 THAT pursuant to the provisions of section 43, Companies Act 1985, the company be re-registered as a public company and

1.1 The company's memorandum of association be altered as follows:

i by deleting the existing clause 1 and substituting therefor the following clauses to be numbered 1 and 2;

'1 The company's name is Wardswift Group Public Limited Company.

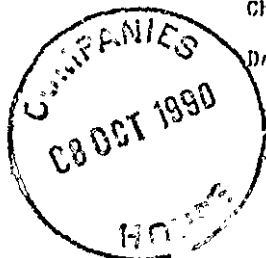
2 The company is to be a public company.'

ii by re- numbering the existing clauses 2, 3, 4 and 5 as clauses 3, 4, 5 respectively.

1 2 The regulations contained in the printed document produced to this meeting and for the purpose of identification signed by the chairman thereof be approved and adopted as the articles of association of the company in substitution for and to the exclusion of all the existing articles thereof.

Chairman: *[Signature]*

Date: 1 OCTOBER 1990



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