

Company No: 2200510

THE COMPANIES ACTS 1985 to 1989

PRIVATE COMPANY LIMITED BY SHARES

BORDERWAY INSURANCE BROKERS LIMITED

We, being all the members of the Company who at the date hereof are entitled to receive notice of and to attend and vote at general meetings of the Company, hereby resolve pursuant to s 381A Companies Act 1985 as a Special Resolution as follows. -

SPECIAL RESOLUTION

THAT

- A The authorised share capital of the Company be and is hereby increased to £150,000 by the creation of an additional 50,000 Ordinary Shares of £1 each ranking pari passu with the existing Ordinary Shares
- B The Directors be unconditionally authorised to allot and/or issue 150,000 Ordinary Shares of £1 each in the capital of the Company to such person or persons at such times and generally on such terms and conditions as the Directors may determine and the authority hereby given shall for the purposes of s 80 Companies Act 1985 (the Act) expire on 31 December 2011.
- C Any such allotment and/or issue as aforesaid shall be one to which s 89(1) and s 90(1) to (6) of the Act shall not apply
- D The allotment and issue by the Company of 150,000 Ordinary Shares of £1 each for cash at par upon such terms as to payment and otherwise as the Directors may determine be and is hereby approved and confirmed and authorised for all purposes of the Articles of Association and otherwise

Tina. H. H. H.
H&H Group plc (Sole Member)

25th June 2007

THURSDAY



AW5S0RD7

A60

19/07/2007

746

COMPANIES HOUSE