

Company number: 2586022

## DODD GROUP HOLDINGS LIMITED

### SPECIAL AND ELECTIVE RESOLUTIONS

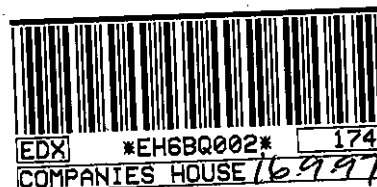
The following resolutions were passed by the Members at an Extraordinary General Meeting held on (date) *10 September 1997*  
at (place) *Stafford Park 13, Telford*.

#### SPECIAL RESOLUTIONS

1. That the provisions set forth as Clause 3 of the Memorandum of Association in the printed document attached to this resolution, and for the purpose of identification marked with an 'M', be approved and adopted in substitution for, and to the exclusion of, all the existing provisions of Clause 3 of the Company's Memorandum of Association and the Memorandum of Association be altered accordingly.
2. That the regulations set forth in the printed document attached to this resolution, and for the purpose of identification marked with an "A" 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.

#### ELECTIVE RESOLUTIONS

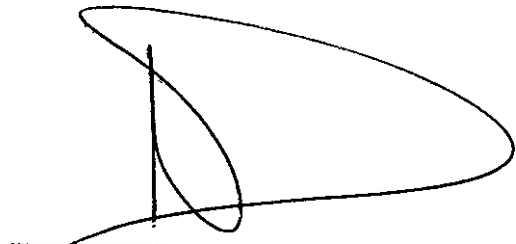
3. That pursuant to Section 366A of the Companies Act 1985 the Company hereby elects to dispense with the holding of Annual General Meetings in 1995 and subsequent years until this election is revoked.



JORDANS LIMITED  
21 St. Thomas Street  
Bristol BS1 6JS  
LAW/KHB/ TV6282

4. That pursuant to Section 252 of the Companies Act 1985 the Company hereby elects to dispense with the laying of accounts and reports before the Company in General Meeting.
5. That pursuant to Section 386 of the Companies Act 1985 the Company hereby elects to dispense with the obligation to appoint Auditors annually.

Signed:

  
\_\_\_\_\_  
(†Chairman of the meeting/~~Director~~/Secretary)  
(†Delete as appropriate)