

Company number: 2801788

The Companies Act 1985

Company limited by guarantee

Special resolutions
of
Snowdon Lodge Limited



Passed on 17TH MAY 2005

The following resolutions were passed as special resolutions of the company at an extraordinary general meeting of the company duly convened and

held at: LIFE FOUNDATION INTL COURSE CTR
date: 17th MAY 2005
time: 5 p.m.

Special resolutions

1. That the articles of association of the company be amended by the re-numbering existing article 5 as article 5(a) and by inserting the following new paragraphs as paragraphs (b) and (c) of article 5:

“(b) A member may resign his membership by notice in writing to the Association at any time provided that after such resignation the number of members is not less than two.

(c) Membership of the Association shall not be transferable and shall cease on death or, in the case of a corporate body, on completion of its winding up or on any other dissolution of that body.”

CCS/HQ/L11214
JORDANS LIMITED
21 ST. THOMAS STREET
BRISTOL
BS1 6JS

2. **That** the draft articles set out below be and are adopted by the company as new articles 48 to 53 inclusive of its existing articles of association and that the subsequent articles be renumbered accordingly.

"DIVIDENDS

48. Subject to the provisions of the Act, the Association may by Ordinary Resolution declare dividends in accordance with the respective rights of the members, but no dividends shall exceed the amount recommended by the Council.

49. All dividends shall be declared and paid equally among the members of the Association.

50. A General Meeting declaring a dividend may, upon the recommendation of the Council, direct that it shall be satisfied wholly or partly by the distribution of assets and, where any difficulty arises in regard to the distribution, the Council may settle the same and in particular may fix the value for distribution of any assets and may determine that cash shall be paid to any member upon the footing of the value so fixed in order to adjust the rights of members and may vest any assets in trustees.

51. Any dividend or other profits payable to a member may be paid by cheque sent by post to the registered address of the member or to such person and to such address as the member may in writing direct. Every cheque shall be made payable to the order of the member or to such other person as the member may in writing direct and payment of the cheque shall be a good discharge to the Association. A member or other person as aforesaid shall, if so required by the Association, give a receipt for any dividend or other moneys paid to him.

52. No dividend or other profits payable to a member shall bear interest against the Association.

53. Any dividend which has remained unclaimed for twelve years from the date when it became due for payment shall, if the Council so resolves, be forfeited and cease to remain owing by the Association."



Chairman