

Company Number: 2863050

THE COMPANIES ACTS 1985 TO 1989
PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION(S) OF

Dawnay, Day Split Investments PLC

Dated this 13th day of December 2004

WRITTEN RESOLUTION(S)

We, the undersigned, being all the members of the Company who, at the date of this Resolution would be entitled to attend and vote at general meetings of the Company HEREBY PASS the following Resolution as a Special Resolution and agree that the said Resolution shall, for all purposes be as valid and effective as if the same had been passed by us all at a general meeting of the Company duly convened and held:-

THAT pursuant to the provisions of Section 53, Companies Act 1985, the Company be re-registered as a private company with effect from 13th December 2004

Or from such other date as may be approved by the Registrar of Companies and that the Memorandum of Association of the Company be thereupon altered as follows:-

(a) by deleting the existing Clause 1 + 2 and substituting therefor the following clauses, the be numbered 1 and 2:

- "1 The Company's name is Dawnay, Day Split Investments Limited
2 The Company is to be a private company"

(b) by renumbering the existing clauses respectively;

and that the above is reflected in the Articles of Association, if appropriate.


Dawnay, Day Properties Limited
Sole Shareholder

