

Harris Mews Management Limited

Registered Number: 3124593


Minute of a Special Resolution passed at an extraordinary general meeting of the company held at The White Swan Hotel High Street Henley in Arden on 3 December 2001 at 7-30pm:

Special Resolution:

"That the articles of association of the company be altered as follows:

1. By inserting the following new article as article number 12:
 - (A) Subject to any rights or restrictions attached to any shares every member who (being an individual) is present in person or (being a corporation) is present by a duly authorised representative, not being himself a member entitled to vote, shall have one vote, whether on a show of hands or on a poll, and Regulation 54 of Table A shall be modified accordingly.
 - (B) For the purposes of paragraph (A) above:
 - (i) any member who holds a share as trustee for, or upon the terms of any voting agreement with, or who is in partnership with, another member shall, with that other member, be deemed to be a single member;
 - (ii) any member, being a body corporate, and any other member, not being a body corporate, which directly or indirectly controls that member, shall, with that other member, be deemed to be a single member;
 - (iii) any two or more members, being bodies corporate, which are members of the same group, shall be deemed to be a single member.
 - (C) The Company shall be entitled to serve notice in writing upon any members whom it reasonably believes to be connected as described in paragraph (B) above to confirm that fact or to indicate that such is not the case, and if one or the other of such members fails to supply to the Company the required information within seven days the directors may at any time, by notice to such members, direct that in respect of their shares in the Company such members are not entitled to exercise a vote at any general meeting of the Company or to exercise any other right conferred by membership of the Company.
 - (D) In this article 12:
 - (i) 'group' means a company and its holding company and any other subsidiary of such holding company as such expressions are defined in a subsidiary as defined in s736 of the Companies Act 1985; and
 - (ii) 'control' in relation to a body corporate means the power of a person to secure by means of the holding of shares or the possession of voting power in relation to that or any other body corporate or by virtue of powers conferred by the articles of association or other document regulating that or any other body corporate that the affairs of the first mentioned body corporate are conducted in accordance with the wishes of that person."
2. By renumbering regulations 12. et seq. with the next following number in each case."

Signed:

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Company secretary

