THE BEXHILL REGENERATION PARTNERSHIP LIMITED

THE COMPANIES ACT 1985

Registered Number: 3276428

A Special Resolution in the terms specified below was passed by the Members of the Company at an Extraordinary General Meeting duly convened and held at The Jarvis Cooden Beach Hotel on 5th September 1997

SPECIAL RESOLUTION

That Article 31 of the Articles of Association be deleted and the following substituted therefor.

- 31. The members of the Council shall be :-
 - (A) 2 persons nominated by Rother District Council and 1 person nominated by East Sussex County Council or their successors for the time being ("Nominated Members").
 - (B) Not less than 13 nor more than 16 persons (being Members of the Company) as shall from time to time be elected thereto by the Council or by the Members of the Company in a General Meeting ("Independent Members")

and provided always that at no time shall the Nominated Members exceed 19% of the total membership of the Council.

All members of the Council shall serve for three years from the date of his or her election but at the expiration of his or her term of office shall be eligible for re-election. A member of the Council shall be entitled to resign his or her appointment on giving to the Secretary not less than one month's notice in writing to that effect.

DATED

18th Saptomber

1997

CHARLES NICHOLSON COMPANY SECRETARY



