Company №: 03398001

The Companies Acts 1948 to 2006

Company Limited by Shares

SPECIAL RESOLUTION

of

RALPH MARTINDALE (ENGLAND) LIMITED

At an Extraordinary General meeting of the members of the above Company duly convened and held on 23rd December 2008, the following Resolution was duly passed as a Special Resolution:

"That Article 6 of the Articles of Association of Ralph Martindale (England) Limited be altered with immediate effect by amending Article 6 to read as follows:

6. Unless and until otherwise determined by ordinary resolution the number of directors shall not be more than ten but need not exceed one. If and so long as there is a sole director, he may exercise all the powers and authorities vested in the directors by the articles of association of the Company, and regulation 89 Table A shall be modified accordingly."

M Kearney Chairman

APA7I6AE 06/01/2009 COMPANIES HOUSE

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