

The Companies Act 1985
Company Limited by Shares

AMRITVELA LIMITED

SPECIAL RESOLUTIONS

Passed on *25 September 2009*

By written resolutions of all the Members signed by all the said Members it was resolved :

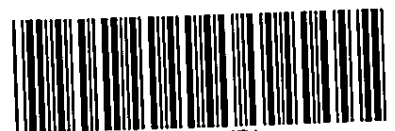
That the Company, being a private limited company, be re-registered under s 49 of the Companies Act 1985 as an unlimited company and accordingly:

- (a) that the memorandum of association be altered in accordance with the printed document marked "M" attached to this resolution with effect from the date of re-registration of the company as an unlimited company; and
- (b) that the articles of association set out in the printed document marked "A" attached to this resolution be approved and adopted as the articles of association of the company instead of the existing articles, with effect from the date of re-registration of the company as an unlimited company.



Mary Jean Fleming
Company Secretary

MONDAY



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28/09/2009

COMPANIES HOUSE

198

"M"

THE COMPANIES ACTS 1985 to 1989

UNLIMITED COMPANY HAVING A SHARE CAPITAL

MEMORANDUM OF ASSOCIATION

AMRITVELA

1. The name of the Company is Amritvela.
2. The registered office of the Company will be situate in England and Wales.
3. The objects for which the Company is established are:
 - (A) To carry on business as a general commercial company.
 - (B) To carry on any other business which may in the opinion of the directors of the Company be capable of being conveniently carried on in connection with any business which the Company is authorized to carry on or which may seem capable of being directly or indirectly to the benefit of the Company.
 - (C) To purchase or otherwise acquire all or any part of the business, property and other assets and liabilities of any company, partnership, unincorporated association or person or establish or promote any company which may be expedient for any purposes of the Company in carrying on any business which the Company is authorised to carry on, and upon such terms and for any consideration and to conduct and carry on, or liquidate and wind up, any such business.
 - (D) To do all such things as the Company may deem incidental or conducive to the attainment of any of the objects of the Company.

THE COMPANIES ACTS 1985 to 1989

UNLIMITED COMPANY HAVING A SHARE CAPITAL

ARTICLES OF ASSOCIATION

AMRITVELA

1. Regulations 3,32,34,35 and 73 to 79 of Table A shall not apply to the company, but the remaining regulations of Table A shall constitute the articles of association of the company.
2. The words "at least seven clear days' notice" shall be substituted for the words "at least fourteen clear days' notice" in regulation 38 of Table A
3. The share capital of the company is £100 divided into 100 shares of £1.00 each.
4. The company may by special resolution:
 - (a) increase the share capital by such sum to be divided into shares of such amount as the resolution may prescribe;
 - (b) consolidate and divide all or any of its share capital into shares of a larger amount than its existing shares;
 - (c) subdivide its shares, or any of them, into shares of a smaller amount than its existing shares;
 - (d) cancel any shares which at the date of the passing of the resolution have not been taken up or agreed to be taken by any person;
 - (e) reduce its share capital and any share premium account in any way.