

THE COMPANIES ACT 1985 TO 1989

ORDINARY & SPECIAL RESOLUTION

OF

EVERARD INVESTMENT PLANNING LIMITED

Company Number 03836796

FRIDAY



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07/03/2008

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COMPANIES HOUSE

At an Extraordinary General Meeting of the Company held at:

6 Kelston Road, Keynsham, Bristol, BS31 2JH

On the 31st day of January 2008 at 9 00 am

The following resolution was passed as an Ordinary Resolution

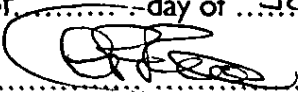
1. **THAT** the authorised Share Capital of the Company be increased from £1,000 to £2,000 by the creation of 1,000 new 'B' Ordinary Shares of £1 each.
2. **THAT** the Directors are unconditionally authorised pursuant to S.80 of the Companies Act 1985 to allot all shares in the authorised Share Capital of the Company which are unissued at the time of the passing of this resolution at any time or times during the period of five years from the date hereof.

SPECIAL RESOLUTION

The following Resolution was passed as a Special Resolution

1. **THAT** the attached new article 2 be inserted into the Articles of Association and all subsequent articles renumbered accordingly.

Dated this 31st day of January 2008


.....Secretary

1. The first part of the document is a list of the names of the persons who have been appointed to the various offices of the Board of Directors.

2. The second part of the document is a list of the names of the persons who have been appointed to the various offices of the Board of Directors.

3. The third part of the document is a list of the names of the persons who have been appointed to the various offices of the Board of Directors.

4. The fourth part of the document is a list of the names of the persons who have been appointed to the various offices of the Board of Directors.

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8. The eighth part of the document is a list of the names of the persons who have been appointed to the various offices of the Board of Directors.

9. The ninth part of the document is a list of the names of the persons who have been appointed to the various offices of the Board of Directors.

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- 2 (A) The Authorised Share Capital of the Company is £2,000 divided into 1,000 Ordinary "A" Shares of £1 each and 1,000 Ordinary "B" Shares of £1 each.
- (B) (I) The holders of the "B" Shares shall not be entitled to receive notice of meetings of or to attend or vote at General Meetings. In the event of a winding up the Assets of the Company (including uncalled at the commencement of the winding up) remaining after paying and discharging the debts and liabilities of the Company and the costs of the winding up shall be applied in repayment of the Capital paid up or credited as paid up on the "A" Ordinary Shares only and the residue (if any) shall be divided among the holders of the "A" Ordinary Shares in proportion to the nominal amount paid up or credited as paid upon such shares. The holders of the "B" Shares shall receive no payment in the event of winding up other than the nominal amount paid up or credited as paid up on such Share.
- (II) The Profits of the Company available for distribution shall be applied, as between the holders of all Shares, in such amounts and in such manner, as decided by the Company in General Meeting.
- (C) The power of the Company conferred by Section 121 of the Act to increase its Authorised Share Capital by the new resolution shall not be exercised upon unless any new Shares thereby created shall be created as "A" and "B" Shares in equal proportion.
- (D) No Shares of either class shall be allotted otherwise than to members already holding Shares of the same class without prior written agreement of all Members of the Company.

1. The first step is to identify the problem or question that needs to be answered. This involves understanding the context and the specific requirements of the task.

2. Next, it is important to gather relevant information and data. This can be done through research, consultation with experts, or by analyzing existing data sets.

3. Once the information is gathered, the next step is to analyze it. This involves identifying patterns, trends, and relationships that can help in understanding the problem.

4. After analysis, the next step is to develop a solution or plan. This involves identifying the most effective and efficient way to address the problem.

5. Finally, the solution is implemented and monitored. This involves putting the plan into action and tracking its progress to ensure it is effective and efficient.

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