

**LONDON & REGIONAL (HEALTH CLUBS NO.4) LIMITED**

**(Company number 5768129)**

**(the "Company")**

**WRITTEN RESOLUTION OF SHAREHOLDERS IN LIEU OF GENERAL MEETING PASSED  
PURSUANT TO REGULATION 53 OF TABLE A WHICH FORMS PART OF THE  
COMPANY'S ARTICLES OF ASSOCIATION**

We, the undersigned, being the sole member of the Company entitled to attend and vote at a general meeting of the Company, resolve that the following resolutions be passed and agree that the same will have effect as if passed as special resolutions at a general meeting duly convened and held

- 1 THAT the objects clause of the Memorandum of Association of the Company be amended by the deletion of the existing Clauses 3(11) and 3(12) and the addition of the following as new Clauses 3(11) and 3(12)

"(11) To borrow money and to secure by mortgage, charge or lien or any other security of whatsoever nature upon the whole or any part of the Company's property or assets (whether present or future), including its uncalled capital, the discharge by the Company or any other person including, but without prejudice to the generality of the foregoing, any holding company of the Company, any company which is a subsidiary of such holding company or any third party, of any obligation or liability

(12) To enter into any contract of indemnity and to guarantee the performance of any obligation by any person whatsoever, including, but without prejudice to the generality of the foregoing, any holding company of the Company, any company which is a subsidiary of such holding company or any third party, whether or not for the benefit of the Company or in furtherance of any of its objects "



For **NEXT GENERATION CLUBS LIMITED**

Dated 1/8/07

