

COMPANY NUMBER: 05936594

CARDEN PARK HOTEL 2 LIMITED

Minutes of a meeting of the board of directors of Carden Park Hotel 2 Limited (**Company**) held at Bridgemere House, Chester Road, Preston Brook, Warrington, Cheshire, WA7 3BD on 29th January 2008 at 3 00 p m

PRESENT:	NAME	POSITION
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	Steve Morgan	Director
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	Vincent Fairclough	Director
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	Ashley Lewis (by telephone)	Director
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COMPANIES HOUSE

1. Chairman

Steve Morgan was appointed chairman of the meeting

2. Notice and Quorum

The chairman reported that due notice of the meeting had been given and that a quorum was present Accordingly, the chairman declared the meeting open

3. Declarations of Interest

3 1 Each director present declared their interest in the business to be transacted at the meeting in accordance with the requirements of section 317 of the Companies Act 1985 and the Company's articles of association

3 2 It was noted that pursuant to article 17 of the Company's articles of association, a director may vote and form part of the quorum in relation to any matter in which they are interested

4. Business of the Meeting

The chairman reported that the business of the meeting was to approve and ratify the allotment of additional shares in the Company to its sole member, Carden Group Limited which took place on 21 September 2006 and to file all necessary documents recording this allotment with the registrar of companies

5. Allotment of shares

5 1 The chairman reported that an allotment of shares had been made to the Company's sole member, Carden Group Limited on 21 September 2006, but that the Company had failed to file a form 88(2) with the registrar of companies to record the allotment

5 2 IT WAS RESOLVED to

5 2 1 Approve and ratify the allotment of 1,019 ordinary shares of £1 each at par value, fully paid, to Carden Group Limited as at 21 September 2006

5 2 2 Instruct the Company Secretary to prepare share certificates in respect of the shares allotted and to arrange for the share certificates to be executed and delivered to Carden Group Limited

5 2 3 Authorise any director of the Company to do all such acts and things and agree and execute on behalf of the Company all such other documents to which the Company is a party and all other documents as may be required in order to approve and ratify the allotment of the shares and generally to sign all such certificates and other documents as may be required, subject in each case to such amendments as those executing the same on behalf of the Company think fit

6. Filing

The chairman instructed the Company Secretary to

6 1 Check and update as necessary the register of members of the Company and make all other necessary and appropriate entries in the books and registers of the Company

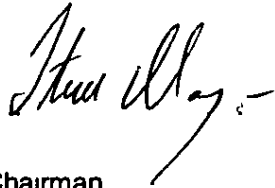
6 2 Arrange for the following forms and documents to be filed at Companies House

6 2 1 Form 88(2) (return of allotments)

6 2 2 An amended form 363 (annual return) showing the correct details of shares issued as at the date of the last annual return

7. Close

There was no further business and the chairman declared the meeting closed



Chairman

29/1/08

Date