

The Companies Act 1985 AND 1989
PRIVATE COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION

OF

FOAMS 4 SPORTS LTD

COMPANY NUMBER: 5998994

Passed:
29 September 2008

AT AN EXTRAORDINARY GENERAL MEETING of the Company duly convened and held on the above date the following Resolutions were duly passed as Special Resolutions of the Company as specified:-

Special Resolutions

1. That the existing issued share capital of £100 be classified as Ordinary 'A' shares.
2. THAT the authorised share capital of the Company of £1,000 be designated into:-

300 'B' Ordinary shares
300 'C' Ordinary shares
300 'D' Ordinary shares

The shares have no voting rights.

The conditions of issue of these new shares are that they may only be owned by directors. Upon termination, for any reason, of employment or service contract the shares must be sold back to the Company at par. Failure to surrender the shares for sale shall render them null and void.

The Ordinary shares in existence prior to this Resolution (to be reclassified as 'A' Ordinary Shares) shall be known as "the voting shares".



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COMPANIES HOUSE

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Director