

Company number 06137979

**SPECIAL RESOLUTION
OF
COSTA CARD ELMI LIMITED (the "Company")**

Passed on 15 April 2010

The following resolution was duly passed a special resolution on 15 April 2010 by way of written resolution under Chapter 2 of Part 13 of the Companies Act 2006

SPECIAL RESOLUTION

That

- (A) the Articles of Association of the Company be amended by deleting all the provisions of the Company's Memorandum of Association which, by virtue of section 28 Companies Act 2006, are to be treated as provisions of the Company's Articles of Association, and
- (B) the regulations contained in the document attached to this Resolution and marked "A" for the purpose of identification be approved and adopted as the Articles of Association of the Company in substitution for, and to the exclusion of, the existing Articles of Association, and
- (C) the directors shall have the powers given by section 550 of the Companies Act 2006

Signed



Position DIRECTOR

