

THE COMPANIES ACT 2006

COMPANY NUMBER: 7186458

SPECIAL RESOLUTION OF GRANTS FARM LIMITED

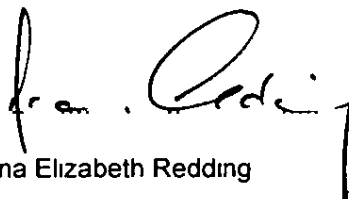
CIRCULATION DATE: 11th March 2010

I, Diana Elizabeth Redding, being, as at the date of this resolution, the only member of the above-named company entitled to receive notice of and attend and vote at General Meetings HEREBY PASS the following resolution as a SPECIAL RESOLUTION on 11th March 2010 pursuant to Sections 21 and 281(1)(a) and Chapter 2 of The Companies Act 2006

IT IS RESOLVED that the present Articles of Association of the Company shall forthwith cease to apply and that the new Articles (a copy of which is attached hereto and initialled by me) immediately be adopted in their stead

Dated 11th March 2010

Signed


Diana Elizabeth Redding

SATURDAY



A41 *APAM9IN9* 21
27/03/2010
COMPANIES HOUSE

Important Instructions to Members

- (a) Please signify your agreement to the above written resolution by signing two copies on the line provided for your signature. Please also initial the front page of the Articles attached to each copy of this resolution
- (b) The above resolution must be signed by Members representing not less than 75% of the total voting rights of the Members of the Company at the circulation date by not later than 28 days after (and including) the circulation date ("the expiry date"). If the required majority of Members has signed the resolution prior to the expiry date then the Company Secretary/a Director may date the resolution at any date on or after the first date when those members have signed the resolution provided that such date does not fall after the expiry date
- (c) If the resolution is not passed by the expiry date then it will lapse

THE COMPANIES ACT 2006



COMPANY LIMITED BY SHARES

COMPANY NUMBER 7186458

NEW ARTICLES OF ASSOCIATION OF GRANTS FARM LIMITED

(As adopted by Special Resolution dated 11th March 2010)

PRELIMINARY

- 1 The model articles for private companies limited by shares contained in Schedule 1 of the Companies (Model Articles) Regulations 2008 (SI2008/3229) (the "Model Articles") shall apply to the Company subject to the exclusions and modifications and together with the additional provisions set out in these Articles

VOTING RIGHTS OF DIRECTORS

- 2 Subject to the Articles, each Director present at a meeting of the Directors shall have one vote

APPOINTMENT OF DIRECTORS

- 3 In any case where, as a result of death, the Company has no shareholders and no Directors, the transmittee(s) of the last shareholder to have died shall have the right, by notice in writing, to appoint as Director(s) any person or persons (including any transmittee) who is willing to act and is permitted to do so

Regulation 17(2) in the Model Articles shall not apply to the Company

SHARE TRANSFERS

- 4 The Directors may, in their absolute discretion and without being obliged to provide any reason for so doing, refuse to register the transfer of a share. If the Directors refuse to register the transfer of a share, the instrument of transfer must, within a reasonable period after the refusal, be returned to the transferee with the notice of refusal unless the Directors suspect that the proposed transfer may be fraudulent

Regulation 26(5) in the Model Articles shall not apply to the Company

- 5 In accordance with Section 551 of the Companies Act 2006 the Directors are generally and unconditionally authorised to exercise any power of the Company to allot shares in the Company and grant rights to subscribe for or convert any security into shares in the Company up to the maximum amount (as hereinafter defined) throughout the period expiring on and including the termination date (as hereinafter defined) but after that date the Directors may allot any shares and grant rights to subscribe for or to convert any security into shares in pursuance of an offer or agreement made before that date

For the purpose of this Article -

"maximum amount" shall mean £5,000 divided into 5,000 shares of £1 each

and

"termination date" shall mean the day immediately preceding the fifth anniversary of the date of incorporation of the Company

- 6 Pursuant to section 570 of the Companies Act 2006, section 561 of the Companies Act 2006 (which imposes statutory rights of pre-emption) shall not apply to the Company

PROXY NOTICES

- 7 A proxy notice may be in either of the forms following or as near thereto as circumstances allow -

" _____ Limited
I/We _____, of _____
being a member/members of the above-named company, hereby appoint

of _____
or failing him, _____ as my/our proxy to vote in
of _____ my/our name(s) and on my/our behalf at the general meeting of the Company
to be held on _____ 20 _____, and at any adjournment thereof

Signed on _____ 20 _____ "

OR

Where it is desired to afford members an opportunity of instructing the proxy how he shall act -

" _____ Limited
I/We _____
of _____ being
a member/members of the above-named company, hereby appoint

of _____
or failing him, _____ as my/our proxy to vote in
of _____ my/our name(s) and on my/our behalf at the annual/any other general meeting
of the Company to be held on _____ 20 _____, and at any
adjournment thereof

This form is to be used in respect of the resolutions mentioned below as follows

Resolution No 1 *for *against

Resolution No 2 *for *against

*Strike out whichever is not desired

Unless otherwise instructed, the proxy may vote as he thinks fit or abstain from voting

Signed this day of 20 "

MEMBERS WRITTEN RESOLUTIONS

- 8 For the purposes of Section 297(1)(a) of the Companies Act 2006, the Directors may by Board resolution determine on an individual basis or for all written resolutions for the time being proposed to the members or for any class of such resolutions the period and/or the method for deciding the period after the end of which a written resolution will lapse if not previously passed. Any such determination shall be recorded in the Board Minutes of the Company and may at any time or from time to time be amended or revoked. Without prejudice to the generality of the foregoing, the Directors shall be entitled to delegate all of their powers under this Article to any one or more of them and/or (in case the Company shall for the time being have a Company Secretary) to the Company Secretary provided that the Directors may at any time and/or from time to time revoke or vary such delegation but without prejudice to the validity of any written resolution circulated prior to such revocation or variation.