

COMPANY NO: 07368735

USAF GP NO.12 LIMITED (the "Company")

WRITTEN RESOLUTION OF THE COMPANY

PURSUANT TO SECTION 288 OF THE COMPANIES ACT 2006

PASSED ON 22 October 2010

Pursuant to Chapter 2 Part 13 of the Companies Act 2006, the following written resolutions duly proposed by the directors of the Company were duly passed by the Company as special resolutions (the "Resolutions")

- 1 **THAT** the articles of association of the Company be altered by the replacement of article 3 3(b) with the following new article 3 3(b)

"3 3 (b) may hold any other office or place of profit with the Company, the ultimate holding company of the Company and all subsidiaries and subsidiary undertakings of that holding company (except that of auditor) in conjunction with his office of director on such terms, including as to remuneration, as the directors may determine,"

- 2 **THAT** the articles of association of the Company be altered by the insertion of the following new article 9 3A after the existing article 9 3

"9 3A Despite any other provision of these Articles the aforementioned lien shall not apply to shares which have been charged by way of security to any person (a "Chargee") by any member"

- 3 **THAT** the articles of association of the Company be altered by the insertion of the following new article 23 2 after the existing article 23 1

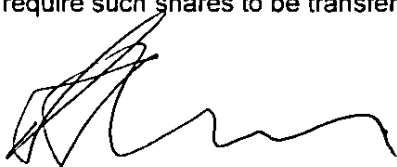
"23 2 Notwithstanding anything contained in these Articles, the Directors shall not decline to register any transfer of shares, nor may they suspend registration of it where the transfer

(a) is to any bank or institution to which such shares have been charged by way of security, or to any nominee of such a bank or institution (a "Secured Institution"), or

(b) is delivered to the Company for registration by a Secured Institution or its nominee in order to perfect its security over the shares, or

(c) is executed by a Secured Institution or its nominee pursuant to the power of sale or other power under such security,

and furthermore notwithstanding anything to the contrary contained in these Articles no transferor of any shares in the Company or proposed transferor of such shares to a Secured Institution or its nominee and no Secured Institution or its nominee shall be required to offer the shares which are or are to be the subject of any transfer aforesaid to the shareholders for the time being of the Company or any of them, and no such shareholder shall have any right under the Articles or otherwise howsoever to require such shares to be transferred to them whether for consideration or not "



Director
for and on behalf of USAF GP No 12 Limited

TUESDAY



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