THE COMPANIES ACTS 1985 and 1989

COMPANY LIMITED BY GUARANTEE AND NOT HAVING A SHARE CAPITAL

SPECIAL RESOLUTION

of

PATHS FOR ALL PARTNERHSHIP

(Pursuant to Section 378 of the Companies Act 1985)

Passed on

30 October 2002

At an Annual General Meeting of the above Company duly convened and held at Inglewood House, Tullibody Road, Alloa, on 30 October 2002 the subjoined Special Resolution was duly passed viz:-

Special Resolution

That paragraph 33(a)(ii) be deleted and that the words "and Scottish Enterprise" be deleted from paragraph 33(b) of the Articles of Association of the Company.

Signature Secretaries