

COMPANY NUMBER: 53100

THE COMPANIES ACTS 1985 and 2006

COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION

OF

SWINDON TOWN FOOTBALL COMPANY LIMITED

passed on 25 October 2008

At a general meeting of the above named Company duly convened and held on 25 October 2008, the following resolution was duly proposed and passed as a special resolution of the Company:-

SPECIAL RESOLUTION

That the Company's articles of association be amended by deleting "32(c)," from article 1(B).

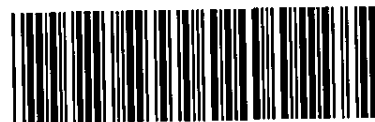
*Andrew Fitter*

Director

WE CERTIFY THAT THIS IS A  
TRUE COPY OF THE ORIGINAL  
DOCUMENT

*Don Dees*  
DICKINSON DEES LLP

TUESDAY



\*ACP846VO\*

A63

27/01/2009

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COMPANIES HOUSE

WE CERTIFY THAT THIS IS A  
TRUE COPY OF THE ORIGINAL  
DOCUMENT

*Dickinson Dees LLP*  
DICKINSON DEES LLP

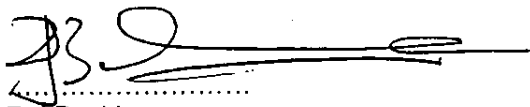
Swindon Town Football Company Limited (Company)

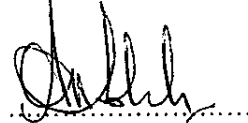
Company number: 53100

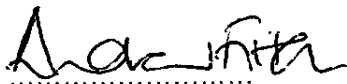
SOLVENCY STATEMENT UNDER SECTION 643 OF THE COMPANIES ACT 2006 (2006  
ACT) MADE FOR THE PURPOSES OF SECTION 642 OF THE 2006 ACT

We, the directors named below (being all the directors of the Company as at the date of this statement), having taken account of all of the Company's liabilities (including any contingent or prospective liabilities), have formed the opinion that:

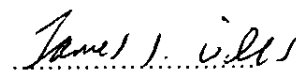
1. as regards the Company's situation as at the date of this statement, there is no ground on which the Company could be found to be unable to pay (or otherwise discharge) its debts; and
2. the Company will be able to pay (or otherwise discharge) its debts as they fall due during the year immediately following the date of this statement.

  
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R J Backhouse

  
.....  
A W Black

  
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A C Fitton

  
.....  
N R Watkins

  
.....  
J S Wills

  
.....  
J P Wray

Date: 9.12.08