

Director (1) 2/2/85
Company 1

The Companies Act 1948 to 1985

COMPANY LIMITED BY SHARES

Special Resolution

(Pursuant to s. 141(2) of the Companies Act 1948)

OF

LONGLIFE QUARRIES LIMITED

Passed 16 JANUARY, 1985

At an EXTRAORDINARY GENERAL MEETING of the above-named Company, duly convened, and held at

Brassington, Derbyshire

on the 16 day of JANUARY, 1985 the subjoined SPECIAL RESOLUTIONS were duly passed, viz:—

RESOLUTION

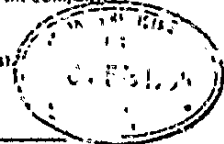
See attached Notice and copy Minutes.

Signature

Anna T. Jones

To be signed
by the Chair-
man, a Direc-
tor, or the
Secretary of
the Company

NOTE.—To be filed within 15 days after the passing of the Resolution(s).



OJOZ The Solicitors' Law Stationers Society plc, OJOZ House, 21 Long Lane, London SE1 4PL

Companies 7

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NOTICE OF MEETING
Langelie Quarries Limited

Notice is hereby given that an extraordinary General Meeting of the above named company will be held at Stratford, Delaware on 10th January 1981 at 1.30 am/pm for the purposes of considering and, if thought fit, passing the following resolution which will be proposed as a Special Resolution:-

SPECIAL RESOLUTION

1. That the Articles of Association of the Company be altered by adopting an additional article number 28 as follows:-

REDEMPTION OR PURCHASE BY COMPANY OF SHARES

- (a) The Company may issue shares which are to be redeemed or are liable to be redeemed at the option of the Company or the shareholder in accordance with and subject to Section 45 of The Companies Act 1981 and subject to Part III of that Act (and on such terms and in such manner as shall be provided by the articles of the Company)
 - (b) The Company may purchase its own shares (including any redeemable shares) in accordance with and subject to Section 46 of The Companies Act 1981
 - (c) Subject to Sections 55 to 62 of The Companies Act 1981 the Company may make payments in respect of the redemption or purchase under Sections 45 or 46 of that Act of any of its own shares otherwise than out of its distributable profits or the proceeds of a fresh issue of shares in accordance with and subject to Section 54 of the said Act
2. That the off market purchase of shares in the capital of the Company on the terms of the proposed Contract to be made between the Company and Joan Gillies Shields as laid before the Meeting and initialled by the Chairman for purpose of identification be and is hereby approved
 3. That the off market purchase of shares in the capital of the Company on the terms of the proposed Contract to be made between the Company and Geraldine Helen Gillies Querrier as laid before the Meeting and initialled by the Chairman for purpose of identification be and is hereby approved

4. That the off market purchase of shares in the capital of the Company on the terms of the proposed Contract to be made between the Company and Cathryn Margaret Cooper as laid before the Meeting and initialled by the Chairman for purpose of identification be and is hereby approved
5. That the off market purchase of shares in the capital of the Company on the terms of the proposed Contract to be made between the Company and Deborah Gillies Goldman as laid before the Meeting and initialled by the Chairman for purpose of identification be and is hereby approved
6. That the off market purchase of shares in the capital of the Company on the terms of the proposed Contract to be made between the Company and Elizabeth Ann Shaw as laid before the Meeting and initialled by the Chairman for purpose of identification be and is hereby approved

Dated this 15th day of December 1984

By Order of the Board

.....M.F.Hyde.....
Secretary

Note:- A Member entitled to attend and vote at the above Meeting is entitled to appoint a proxy to attend and vote in his stead. A proxy must be another Member of the Company.

Number of company 27,3400

The Companies Act, 1948 to 1981

SPECIAL AND ORDINARY RESOLUTIONS

OF

LONGCLIFFE QUARRIES LIMITED

Passed the 25th day of March 1985

At an EXTRAORDINARY GENERAL MEETING of the above-named company, held at Longcliffe, Brassington, Near Derby on the 25th day of March 1985 the sub-joined RESOLUTION numbered 1 was duly passed as a SPECIAL RESOLUTION and numbered 2 and 3 were duly passed as ORDINARY RESOLUTIONS.

1 That the memorandum of Association of the Company be altered by substituting for sub-clauses (A), (B), (C), (D), (E), (F) and (G) of paragraph 3 thereof the following:-

- (A) 1) to carry on all or any of the business of quarry owners or operators, quarry masters or stone and other mineral merchants and dealers, mine owners or mine operators; to buy, sell, quarry, mine, excavate, work, shape, hew, carve, polish, crush, grade, dress, mix and prepare for sale or use, stone and other materials of all kinds and for all purposes; to carry on business as paviors and road and pavement makers, and manufacturers and sellers of and dealers in building materials of all kinds, and as builders and contractors for the execution of works and buildings of all kinds; to manufacture sell and deal in all kinds of foods, chemicals, medicines and preparations; to carry on business as manufacturers and sellers of and dealers in bricks, tiles, pipes, pottery, earthenware, china, glass and terracotta; manufacturers and sellers of and dealers in fertilisers and feedstuffs and as farmers and agriculturalists; to manufacture sell and deal in any other products of any type incorporating stone or other minerals; to carry on business as hauliers and haulage contractors in all their respective branches; to maintain, repair deal in lease or hire out vehicles, plant and machinery of any type.
- ii) To carry on the business of a holding company in all its branches and to acquire by allotment purchase concession grant or otherwise such businesses options rights privileges stocks shares debentures debenture stock and other property and rights and interests in property as the Company shall deem fit and generally to hold manage develop sell or dispose of the same; to enter into assist or participate in financial and all mercantile industrial and other transactions undertaken by such businesses of every description and to establish carry on develop and extend the same or sell dispose of or otherwise turn the same account;
- iii) to provide machinery equipment and staff and all manner of supervisory professional managerial and office services for any company in which the Company holds an interest and generally to co-ordinate finance and manage the businesses and operations of any such company.

And that sub-clauses (H), (I), (J), (K), (L), (M), (N), (O), (P), (Q), (R), (S), (T), (U), (V), (W), (X), (Y), (Z), (AA), (BB) of paragraph 3 be re-numbered sub-clauses (B), (C), (D), (E), (F), (G), (H), (I), (J), (K), (L), (M), (N), (O), (P), (Q), (R), (S), (T), (U), (V), respectively.

- 2 That the nominal capital of the company be increased from £100,000 to £150,000 by the creation of an additional 50,000 shares of £1 each ranking for dividend and in all other respects pari passu with the existing shares of and in the capital of the company.
- 3 That the directors be authorised, pursuant to and in accordance with Section 14 of the Companies Act 1980 to exercise for a period of six months from 25 March 1985 all the powers of the Company to allot shares in the company up to an aggregate nominal amount of £56,000 in consideration for the acquisition of shares in Blubberhouses Silica Sand Company Limited.

D A G Shields

D A G SHIELDS

Chairman



NOTICE OF ILLEGIBLE DOCUMENT ON THE MICROFICHE RECORD

Companies House regrets that the microfiche record for this company contain some documents which are illegible.

The poor quality has been noted, but unfortunately steps taken to improve them were unsuccessful.

Companies House would like to apologise for any inconvenience this may cause.



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Personnel & Training

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CHPM 4 (07/02)