

Number of Company: 487712

THE COMPANIES ACT 1985

-and-

THE COMPANIES ACTS 1948 TO 1967

SPECIAL RESOLUTION

of

MERRYCHEF LIMITED

PASSED ON 19th December 1995

At an Extraordinary General Meeting of the Merrychef Limited, duly convened and held at Station Road West Ash Vale Aldershot Hants the following Resolution was passed as a SPECIAL RESOLUTION:

SPECIAL RESOLUTION

"That the Articles of Association of the Company be amended by inserting after Article 4 a new Article 4A as follows, namely:

"Article 10 of Part 1 of Table "A" shall not apply to the Company and, subject to the provisions of the Companies Act 1985, the Company may purchase its own shares (including any redeemable shares) and, if it is a private company, make a payment in respect of the redemption of its own shares otherwise than out of distributable profits of the Company or the proceeds of a fresh issue of shares." "

.....
A B JELLY CHAIRMAN

