

Company Registration Number: 1017898

SPECIAL RESOLUTION

of

**FIFTY-SEVEN ST CHARLES SQUARE MANAGEMENT
COMPANY LIMITED**

Passed *25/6* 1996

At an ANNUAL GENERAL MEETING of FIFTY-SEVEN ST CHARLES SQUARE
MANAGEMENT COMPANY LIMITED, duly convened and held at Flat ,
57 St Charles Square, London W10, on *Tuesday*, the *25th* day
of *June* 1996 at *20³⁰*, the following Resolution was duly
passed as a SPECIAL RESOLUTION :

RESOLUTION

THAT Paragraphs 55 and 56 of the Company's Articles of
Association be deleted so that the requirement that the accounts
of the Association be audited and the appointment and duties of
Auditors, shall not apply to the Company.

BY ORDER OF THE BOARD


CHAIRMAN



reports (all of which shall be framed in accordance with any statutory requirements for the time being in force) and of any other documents required by law to be annexed or attached thereto or to accompany the same shall not less than twenty-one clear days before the date of the meeting, subject nevertheless to the provisions of section 158(1)(c) of the Act, be sent to the Auditors and to all other persons entitled to receive notices in General Meetings in the manner in which notices are hereinafter directed to be served. The Auditors' report shall be open to inspection and be read before the meeting as required by section 162 of the Act.

AUDIT

*55. Once at least in every year the accounts of the Association shall be examined and the correctness of the income and expenditure account and balance sheet ascertained by one or more properly qualified Auditor or Auditors.

*56. Auditors shall be appointed and their duties regulated in accordance with section 159 to 162 of the Act, the members of the Council being treated as the Directors mentioned in those sections.

NOTICES

57. A notice may be served by the Association upon any member, either personally or by sending it through the post in a prepaid letter, addressed to such member at his registered address as appearing in the register of members.

58. Any member described in the register of members by an address not within the United Kingdom, who shall from time to time give the Association an address within the United Kingdom at which notice may be served upon him at such address, but, save as aforesaid and as provided by the Act, only those members who are described in the register of members by an address within the United Kingdom shall be entitled to receive notices from the Association.

59. Any notice, if served by post, shall be deemed to have been served on the day following that on which the letter containing the same is put into the post, and in proving such service it shall be sufficient to prove that the letter containing the notice was properly addressed and put into the post office as a prepaid letter.

DISSOLUTION

60. Upon the dissolution of the Association any surplus assets shall belong to the privileged member.

SECRETARY

61. The first Secretary of the company shall be Stanley Harold Davis.

* Paragraphs 55 and 56 were deleted following a Special Resolution dated 25 June 1996