

Company No. 1327896
THE COMPANIES ACT 1985-1989
COMPANY LIMITED BY SHARES
SPECIAL RESOLUTIONS
OF
INTERPUB LIMITED

Passed 25th October 2001

By means of a written resolution dated the 25th October 2001 and signed by all the members of the above-named company entitled to attend and vote at general meetings the following SPECIAL RESOLUTIONS were passed:

SPECIAL RESOLUTIONS:

IT WAS RESOLVED

1. THAT the Company apply to the Registrar of Companies pursuant to Sections 28 and 43 of the Companies Act 1985 to change the name of the Company and re-register it as a public limited company
2. THAT the existing Memorandum of Association of the Company be deleted in its entirety and that a new Memorandum of Association contained in the printed document marked 'A' submitted to this meeting and for the purposes of identification signed by the Chairman hereof, be approved and adopted as the Memorandum of Association of the Company in substitution for and to the exclusion of all the existing Articles thereof.
3. THAT the existing Articles of Association of the Company be deleted in their entirety and that new Articles of Association contained in the printed document marked 'B' submitted to this meeting for the purposes of identification signed by the Chairman hereof, be approved and adopted as the Articles of Association of the Company in substitution for and to the exclusion of all the existing Articles thereof.

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Director

