

No: 1354503

THE COMPANIES ACT 1985

PRIVATE COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION

OF

NESTOR MEDICAL DUTY SERVICES LIMITED

At an Extraordinary General Meeting of the above named Company duly convened and held on 16th January 1997 the following Resolution was duly passed as a Special Resolution:-

"THAT the following new clause 3(a) be inserted into the Memorandum of Association of the Company and that the existing sub-clauses be renumbered accordingly:

3(a) To carry on any business relating to the provision of healthcare services and the provision of the services of healthcare personnel to the public at large, any body corporate, commercial body, partnership, trust or organisation (whether governmental, charitable or otherwise) for the purpose of attending patients in their own homes or elsewhere; to supply food, medicine and appliances of a surgical or medical character necessary or suitable for the proper carrying on of such business; to own, operate, manage and maintain an organisation to carry on any other business which may be usefully carried on in connection with such business and to acquire and undertake the whole or any part of the business, property and liabilities of any person or company carrying on business as an employer or as an agency, or any other business which may be usefully carried on in connection therewith."

CHAIRMAN

